API Well Number: 43047535560000

FORM 3

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

AMENDED REPORT ☐

APPLICATION FOR PERMIT TO DRILL

1. WELL NAME and NUMBER
Three Rivers Federal 9-41-820

2. TYPE OF WORK
DRILL NEW WELL ● REENTER P&A WELL ○ DEEPEN WELL ○

3. FIELD OR WILDCAT
UNDESIGNATED

4. TYPE OF WELL
Oil Well Coalbed Methane Well: NO

5. UNIT or COMMUNITIZATION AGREEMENT NAME

6. NAME OF OPERATOR
AXIA ENERGY LLC

7. OPERATOR PHONE
720 746-5200

8. ADDRESS OF OPERATOR
1430 Larimer Ste 400, Denver, CO, 80202

9. OPERATOR E-MAIL
rsatre@axiaenergy.com

10. MINERAL LEASE NUMBER (FEDERAL, INDIAN, OR STATE)
UTU-85994

11. MINERAL OWNERSHIP
FEDERAL ● INDIAN ○ STATE ○ FEE ○

12. SURFACE OWNERSHIP
FEDERAL ● INDIAN ○ STATE ○ FEE ○

13. NAME OF SURFACE OWNER (if box 12 = 'fee')

14. SURFACE OWNER PHONE (if box 12 = 'fee')

15. ADDRESS OF SURFACE OWNER (if box 12 = 'fee')

16. SURFACE OWNER E-MAIL (if box 12 = 'fee')

17. INDIAN ALLOTTEE OR TRIBE NAME (if box 12 = 'INDIAN')

18. INTEND TO COMMINGLE PRODUCTION FROM MULTIPLE FORMATIONS
YES ○ (Submit Commingling Application) NO ●

19. SLANT
VERTICAL ○ DIRECTIONAL ● HORIZONTAL ○

20. LOCATION OF WELL	FOOTAGES	QTR-QTR	SECTION	TOWNSHIP	RANGE	MERIDIAN
LOCATION AT SURFACE	660 FNL 292 FWL	NWNW	10	8.0 S	20.0 E	S
Top of Uppermost Producing Zone	660 FNL 660 FEL	NENE	9	8.0 S	20.0 E	S
At Total Depth	660 FNL 660 FEL	NENE	9	8.0 S	20.0 E	S

21. COUNTY
UINTAH

22. DISTANCE TO NEAREST LEASE LINE (Feet)
720

23. NUMBER OF ACRES IN DRILLING UNIT
40

25. DISTANCE TO NEAREST WELL IN SAME POOL (Applied For Drilling or Completed)
16

26. PROPOSED DEPTH
MD: 7088 TVD: 6869

27. ELEVATION - GROUND LEVEL
4724

28. BOND NUMBER
LPM9046683

29. SOURCE OF DRILLING WATER / WATER RIGHTS APPROVAL NUMBER IF APPLICABLE
49-2357

Hole, Casing, and Cement Information

String	Hole Size	Casing Size	Length	Weight	Grade & Thread	Max Mud Wt.	Cement	Sacks	Yield	Weight
Surf	11	8.625	0 - 1000	32.0	J-55 LT&C	8.7	Premium Lite High Strength	100	2.97	11.5
							Class G	115	1.16	15.8
Prod	7.875	5.5	0 - 7088	17.0	N-80 LT&C	9.2	Premium Lite High Strength	450	2.31	12.0

ATTACHMENTS

VERIFY THE FOLLOWING ARE ATTACHED IN ACCORDANCE WITH THE UTAH OIL AND GAS CONSERVATION GENERAL RULES

- ☑ WELL PLAT OR MAP PREPARED BY LICENSED SURVEYOR OR ENGINEER
- ☑ COMPLETE DRILLING PLAN
- ☐ AFFIDAVIT OF STATUS OF SURFACE OWNER AGREEMENT (IF FEE SURFACE)
- ☐ FORM 5. IF OPERATOR IS OTHER THAN THE LEASE OWNER
- ☑ DIRECTIONAL SURVEY PLAN (IF DIRECTIONALLY OR HORIZONTALLY DRILLED)
- ☑ TOPOGRAPHICAL MAP

NAME Don Hamilton **TITLE** Permitting Agent (Buys & Associates, Inc) **PHONE** 435 719-2018

SIGNATURE **DATE** 01/30/2013 **EMAIL** starpoint@etv.net

API NUMBER ASSIGNED
43047535560000

APPROVAL

Permit Manager

RECEIVED: February 26, 2013

DRILLING PLAN

Axia Energy, LLC
Three Rivers Project
Three Rivers Federal #9-41-820
NWNW Sec 10 T8S R20E
Uintah County, Utah

1. ESTIMATED FORMATION TOPS

FORMATION		TOP (TVD)	COMMENTS
Uinta		Surface	Gas & Degraded Oil; Possible Brackish H_2O
Green River*		2,712′	Oil & Associated Gas
Lower Green River*		4,651′	Oil & Associated Gas
Wasatch*		6,569′	Oil & Associated Gas
TD	7,088′ (MD)	6,869′ (TVD)	

NOTE: Datum, Ground Level (GL) Elevation: 4,724; Asterisks (*) denotes target pay intervals

A) The Bureau of Land Management (BLM) will be notified within 24 hours of spudding the well. The State of Utah, Division of Oil, Gas and Mining will be notified within 24 hours of spudding the well.

2. CASING PROGRAM

CASING	HOLE SIZE	DEPTH SET (MD)	CSG SIZE	WGHT	GRD	THRD	CAPACITY (bbl/ft)
CONDUCTOR		50-75	13 3/8				
SURFACE	11	1000′ ±	8 ⅝	32.0	J-55	LTC	0.0609
PRODUCTION	7 ⅞	7,088′	5 ½	17.0	N-80	LTC	0.0232

NOTE: All casing depth intervals are to surface unless otherwise noted.

Casing Specs

SIZE (in)	ID (in)	DRIFT DIA (in)	COLLAPSE RESISTANCE (psi)	INTERNAL YIELD (psi)	TENSILE YIELD (lbs)	JOINT STRENGTH (lbs)
8 ⅝	7.921	7.796	2,530	3,930	503,000	417,000
5 ½	4.892	4.767	6,280	7,740	397,000	348,000

A) The Bureau of Land Management will be notified 24 hours prior to running casing, cementing, and BOPE testing

B) As per 43 CFR 3160, Onshore Oil and Gas Order No. 2, Drilling Operations, Part B.1 h:

a) Prior to drilling out cement, all casing strings will be pressure tested to 0.22 psi/ft of casing length or 1500 psi, whichever is greater, but not to exceed 70% of minimum internal yield. Pressure decline must not be greater than 10% in 30 minutes.

RECEIVED: January 30, 2013

FLOAT EQUIPMENT

SURFACE (8 ⅝): Float Shoe, 1 JNT Casing, Float Collar

Centralizers: 1st 4 Joints: every joint
Remainder: every third joint

PRODUCTION (5 ½): Float Shoe, 1 JNT Casing, Float Collar

Centralizers: 1st 4 Joints: every joint
Remainder: every third joint 500' into surface casing

NOTE: 5 ½" 17# N-80 or equivalent marker collar or casing joints will be placed at the top of the Green River and approximately 400' above the Wasatch.

3. CEMENT PROGRAM

CONDUCTOR (13 ⅜): Ready Mix – Cement to surface

SURFACE (8 ⅝): Cement Top: Surface

Lead: 100 sks, Premium Lightweight Cmt w/ additives, 11.50 ppg, 2.97 cf/sk, 50% excess

Tail: 115 sks Class G Cement w/ additives, 15.80 ppg, 1.16 cf/sk, 50% excess

NOTE: The above volumes are based on a gauge-hole + 50% excess.

PRODUCTION (5 ½): Cement Top – 2,300'

450 sacks – Light Premium Cement w/ additives – 12.0 ppg, 2.31 ft3/sk – 20% excess

NOTE: The above volumes are based on gauge hole + 20% excess. Adjustments will be made and volumes will be caliper + 10%.

NOTE: The above volumes are based on a gauged-hole. Adjustments will be made based on caliper.

A) For Surface casing, if cement falls or does not circulate to surface, cement will be topped off.

B) Cement will not be placed down annulus with a 1" pipe unless BLM is contacted.

C) The Bureau of Land Management will be notified 24 hours prior to running casing and cementing.

D) As per 43 CFR 3160, Onshore Oil and Gas Order No.2, Drilling Operations, Part B:

a) All waiting on cement times shall be adequate to achieve a minimum of 500 psi compressive strength at the casing shoe (minimum of 8 hours) prior to drilling out.

b) Prior to drilling out cement, casing will be pressure tested to 1500 psi. Pressure decline must not be greater than 10% (150 psi) in 30 minutes.

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4. PRESSURE CONTROL EQUIPMENT

A) The Bureau of Land Management will be notified 24 hours prior to all BOPE pressure tests. The State of Utah, Division of Oil, Gas and Mining will be notified 24 hours prior to all BOPE pressure tests.

B) The BOPE shall be closed whenever the well is unattended.

C) As per 43 CFR 3160, Onshore Oil and Gas Order No. 2, Drilling Operations, Part A:

a) All BOPE connections subjected to well pressure will be flanged, welded, or clamped.

b) Choke Manifold:

i) Tee blocks or targeted 'T's will be used and anchored to prevent slip and reduce vibration.

ii) Two adjustable chokes will be used in the choke manifold.

iii) All valves (except chokes) in kill line choke manifold and choke line will not restrict the flow.

iv) Pressure gauges in the well control system will be designed for drilling fluid.

D) BOPE Testing:

a) BOPE shall be pressure tested when initially installed, whenever any seal subject to pressure testing is broken, or after repairs.

b) All BOP tests will be performed with a test plug in place.

c) BOP will be tested to full stack working pressure and annular preventer to 50% stack working pressure.

INTERVAL	BOP EQUIPMENT
0 – 1000 ±	11" Diverter with Rotating Head
1000 ± – TD	3,000# Ram Double BOP & Annular with Diverter & Rotating Head

NOTE: Drilling spool to accommodate choke and kill lines.

5. MUD PROGRAM

A) Mud test will be performed at least every 24 hours and after mudding up to determine density, viscosity, gel strength, filtration, and pH.

B) Gas-detecting equipment will be installed and operated in the mud-return system from top of Green River Formation to TD.

a) Flare line discharge will be located no less than 100 feet from the wellhead using straight or targeted 'T's and anchors.

INTERVAL	MUD WGHT	VISC	FLUID LOSS	COMMENTS
SURF – 1000 ±	8.4 – 8.7 ppg	32	NC	Spud Mud
1000 ± – TD	8.6 – 9.2 ppg	40	NC	DAP/Gel

NOTE: Mud weight increases will be directed by hole conditions.

6. ABNORMAL CONDITIONS

A) No abnormal pressures or temperatures are anticipated.

a) Estimated bottom hole pressure at TD will be approximately 2,974 psi (normal pressure gradient: 0.433 psi/ft).

b) Estimated maximum surface pressure will be approximately 1,511 psi (estimated bottom hole minus pressure of partially evacuated hole (gradient: 0.220 psi/ft)).

B) No hydrogen sulfide is anticipated.

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INTERVAL	CONDITION
SURF – 1000 ±	Lost Circulation Possible
1000 ± – TD	Lost Circulation Possible

7. AUXILIARY EQUIPMENT

A) Choke Manifold

B) Upper and lower kelly cock with handle available

C) Stabbing valve

D) Safety valve and subs to fit all string connections in use

8. SURVEY & LOGGING PROGRAMS

A) Cores: None anticipated.

B) Testing: None anticipated.

C) Directional Drilling: Directional tools will be used to locate the bottom hole per the attached directional plan +/-.

D) Open Hole Logs: TD to surface casing: resistivity, neutron density, gamma ray and caliper.

E) Mud Logs: Computerized 2-person logging unit will catch and describe 10 foot samples from top of Green River Formation to TD; record and monitor gas shows and record drill times (normal mud logging duties).

9. HAZARDOUS MATERIALS

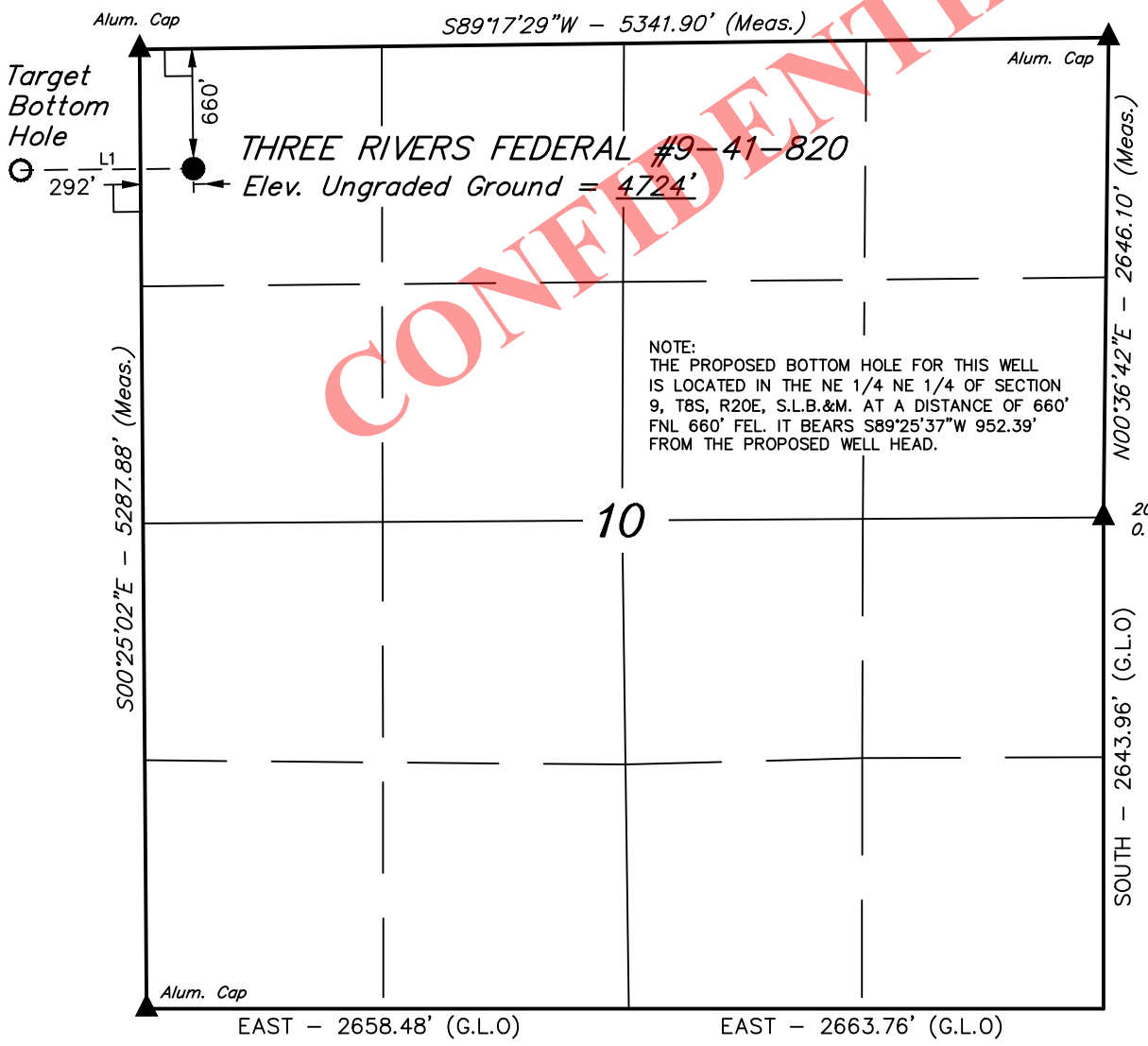
In accordance with Superfund Amendments and Reauthorization Act of 1986 (SARA) Title III, no chemicals subject to reporting in an amount equal to or greater than 10,000 pounds will be used, produced, stored, transported, or disposed of annually in association with the drilling of this well. Furthermore, no extremely hazardous substances, as defined in 40 CFR 355, in threshold planning quantities (TPQ), will be used, produced, stored, transported, or disposed of in association with the drilling of this well.

RECEIVED: January 30, 2013

API Well Number: 43047535560000

T8S, R20E, S.L.B.&M.

Target Bottom Hole



AXIA ENERGY

Well location, THREE RIVERS FEDERAL #9-41-820 (SURFACE LOCATION), located as shown in the NW 1/4 NW 1/4 of Section 10, T8S, R20E, S.L.B.&M., Uintah County, Utah.

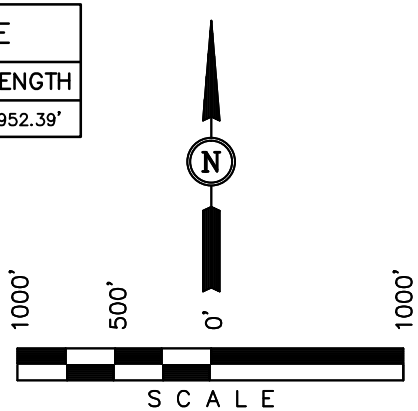
BASIS OF ELEVATION

BENCH MARK (38EAM) LOCATED IN THE SW 1/4 OF SECTION 9, T7S, R20E, S.L.B.&M. TAKEN FROM THE PELICAN LAKE, QUADRANGLE, UTAH, UINTAH COUNTY, 7.5 MINUTE QUAD (TOPOGRAPHIC MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED AS BEING 4942 FEET.

BASIS OF BEARINGS

BASIS OF BEARINGS IS A G.P.S. OBSERVATION.

LINE TABLE		
LINE	DIRECTION	LENGTH
L1	S89°25'37"W	952.39'



CERTIFICATE

THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM FIELD NOTES OF ACTUAL SURVEYS MADE BY ME OR UNDER MY SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.

REGISTERED LAND SURVEYOR
REGISTRATION NO. 161319
STATE OF UTAH 11-27-12

REGISTERED LAND SURVEYOR No. 161319 KAY STATE OF UTAH

UINTAH ENGINEERING & LAND SURVEYING
85 SOUTH 200 EAST – VERNAL, UTAH 84078
(435) 789-1017

SCALE: 1" = 1000'	DATE SURVEYED: 11-14-12	DATE DRAWN: 11-19-12
PARTY: B.H. R.H. K.O.	REFERENCES: G.L.O. PLAT	
WEATHER: COLD	FILE: AXIA ENERGY	

LEGEND:

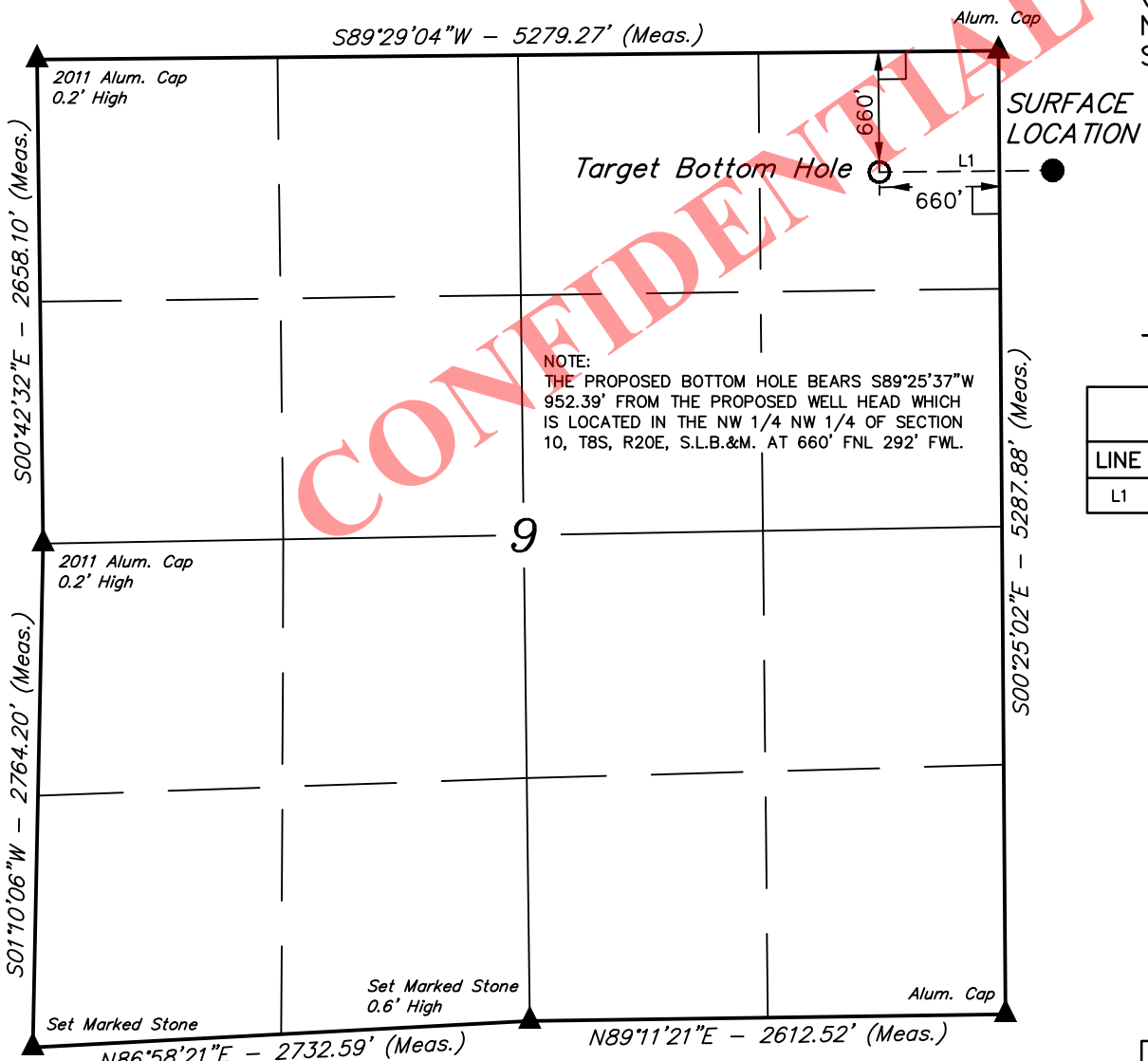
- ∟ = 90° SYMBOL
- ● = PROPOSED WELL HEAD.
- ▲ = SECTION CORNERS LOCATED.

NAD 83 (SURFACE LOCATION)	
LATITUDE	40°08'33.54" (40.142650)
LONGITUDE	109°39'46.92" (109.663033)
NAD 27 (SURFACE LOCATION)	
LATITUDE	40°08'33.67" (40.142686)
LONGITUDE	109°39'44.42" (109.662339)

RECEIVED: January 30, 2013

API Well Number: 43047535560000

T8S, R20E, S.L.B.&M.



AXIA ENERGY

Well location, THREE RIVERS FEDERAL #9–41–820 (TARGET BOTTOM HOLE), located as shown in the NE 1/4 NE 1/4 of Section 9, T8S, R20E, S.L.B.&M., Uintah County, Utah.

BASIS OF ELEVATION

BENCH MARK (38EAM) LOCATED IN THE SW 1/4 OF SECTION 9, T7S, R20E, S.L.B.&M. TAKEN FROM THE PELICAN LAKE, QUADRANGLE, UTAH, UINTAH COUNTY, 7.5 MINUTE QUAD (TOPOGRAPHIC MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED AS BEING 4942 FEET.

BASIS OF BEARINGS

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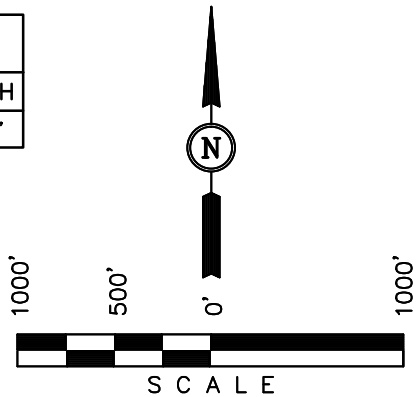
LINE TABLE		
LINE	DIRECTION	LENGTH
L1	S89°25'37"W	952.39'



CERTIFICATE

THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM FIELD NOTES OF ACTUAL SURVEYS MADE BY ME OR UNDER MY SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.

REGISTERED LAND SURVEYOR
REGISTRATION NO. 161319
STATE OF UTAH

11-27-12

LEGEND:

- = 90° SYMBOL
- = PROPOSED WELL HEAD.
- = SECTION CORNERS LOCATED.

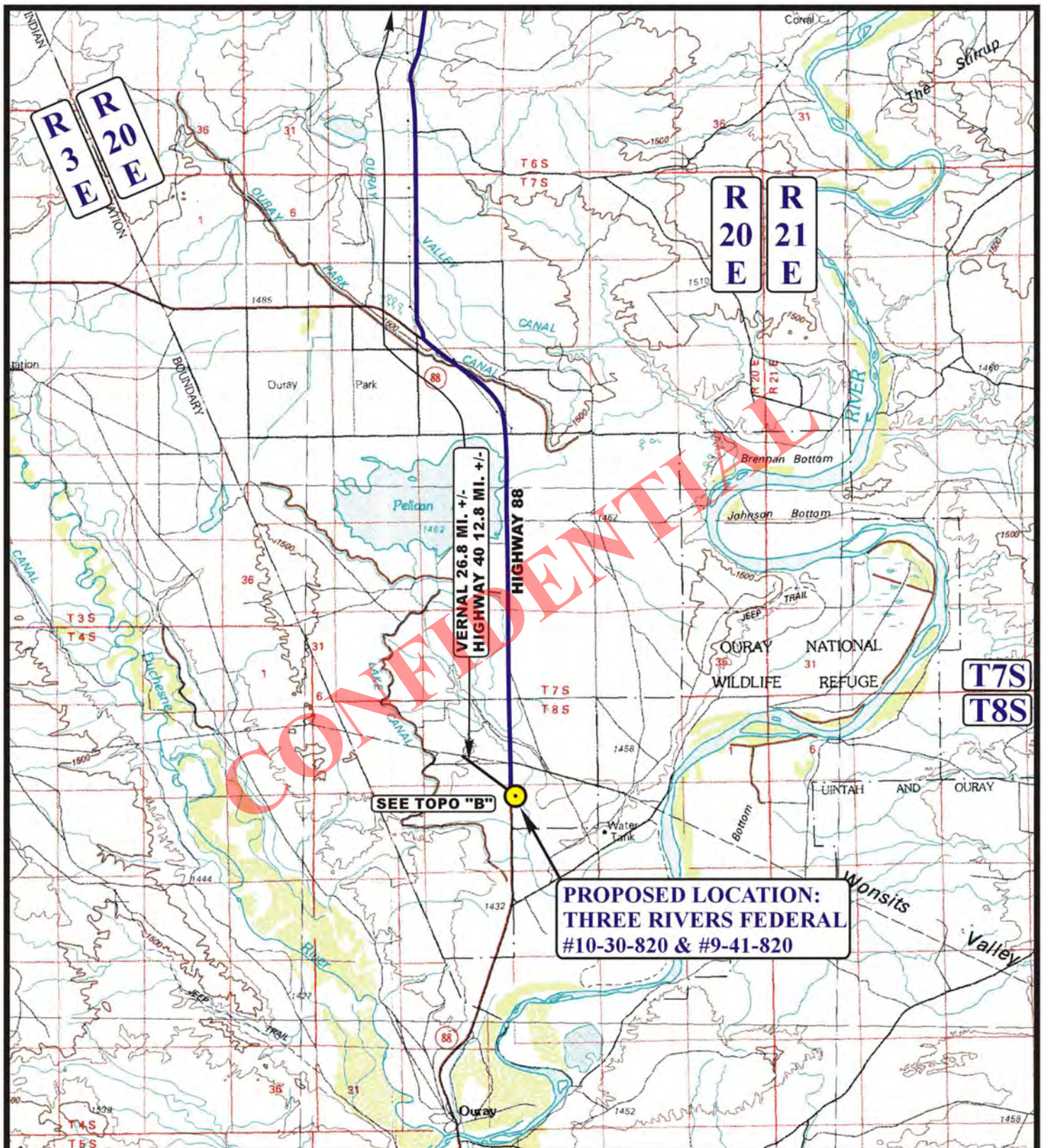
NAD 83 (TARGET BOTTOM HOLE)
LATITUDE = 40°08'33.44" (40.142622)
LONGITUDE = 109°39'59.18" (109.666439)
NAD 27 (TARGET BOTTOM HOLE)
LATITUDE = 40°08'33.57" (40.142658)
LONGITUDE = 109°39'56.68" (109.665744)

UINTAH ENGINEERING & LAND SURVEYING
85 SOUTH 200 EAST – VERNAL, UTAH 84078
(435) 789–1017

SCALE: 1" = 1000'	DATE SURVEYED: 11–14–12	DATE DRAWN: 11–19–12
PARTY: B.H. R.H. K.O.	REFERENCES: G.L.O. PLAT	
WEATHER: COLD	FILE: AXIA ENERGY	

RECEIVED: January 30, 2013

API Well Number: 43047535560000



CONFIDENTIAL

LEGEND:

PROPOSED LOCATION

N

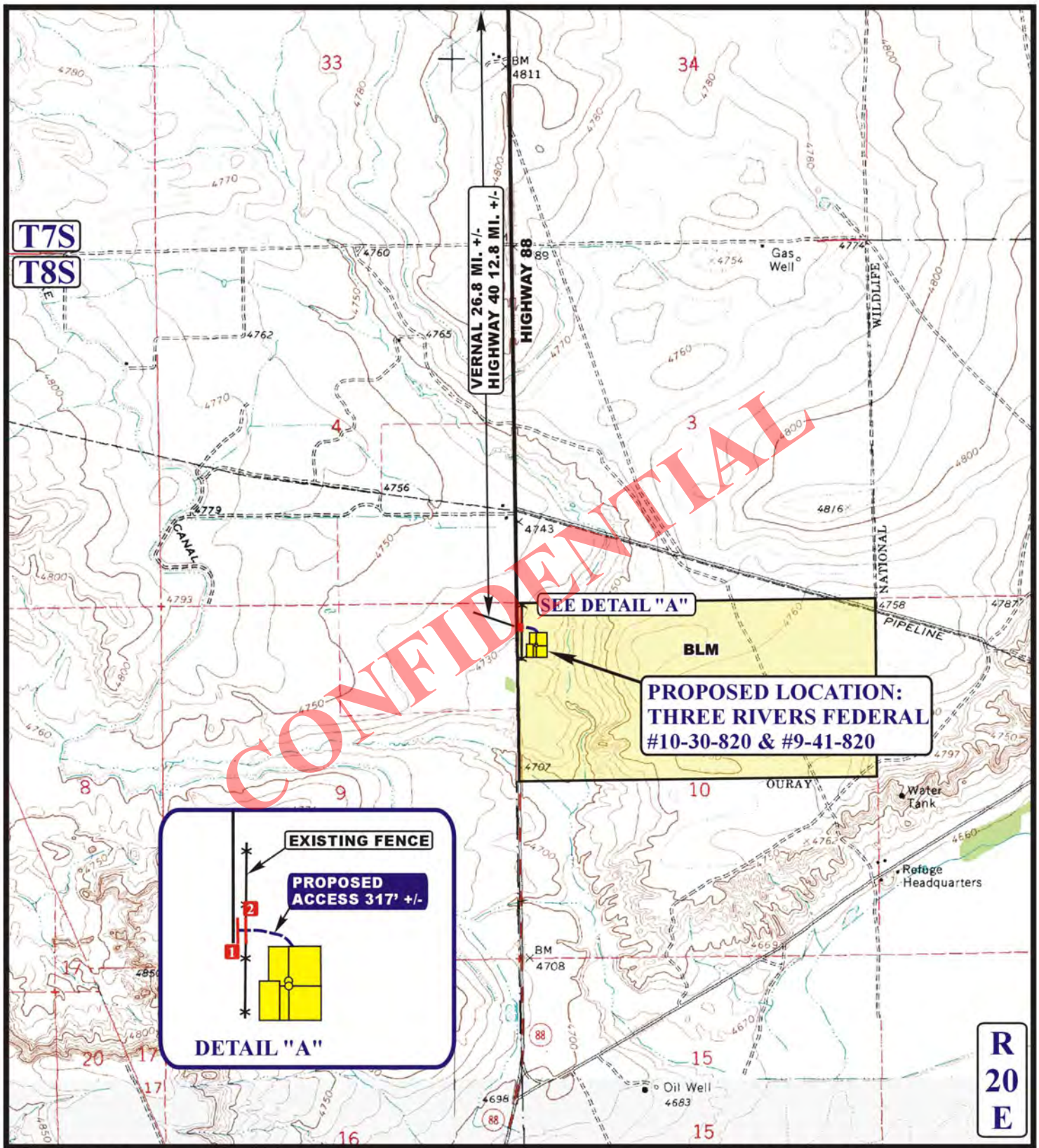
AXIA ENERGY

THREE RIVERS FEDERAL #10-30-820 & #9-41-820
SECTION 10, T8S, R20E, S.L.B.&M.
NW 1/4 NW 1/4

Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813

ACCESS ROAD MAP	11 MONTH	20 DAY	12 YEAR	A TOPO
SCALE: 1:100,000	DRAWN BY: C.I.	REVISED: 00-00-00		

API Well Number: 43047535560000



LEGEND:

EXISTING ROAD
PROPOSED ACCESS ROAD
EXISTING FENCE
1 18" CMP REQUIRED 2 INSTALL CATTLE GUARD

N

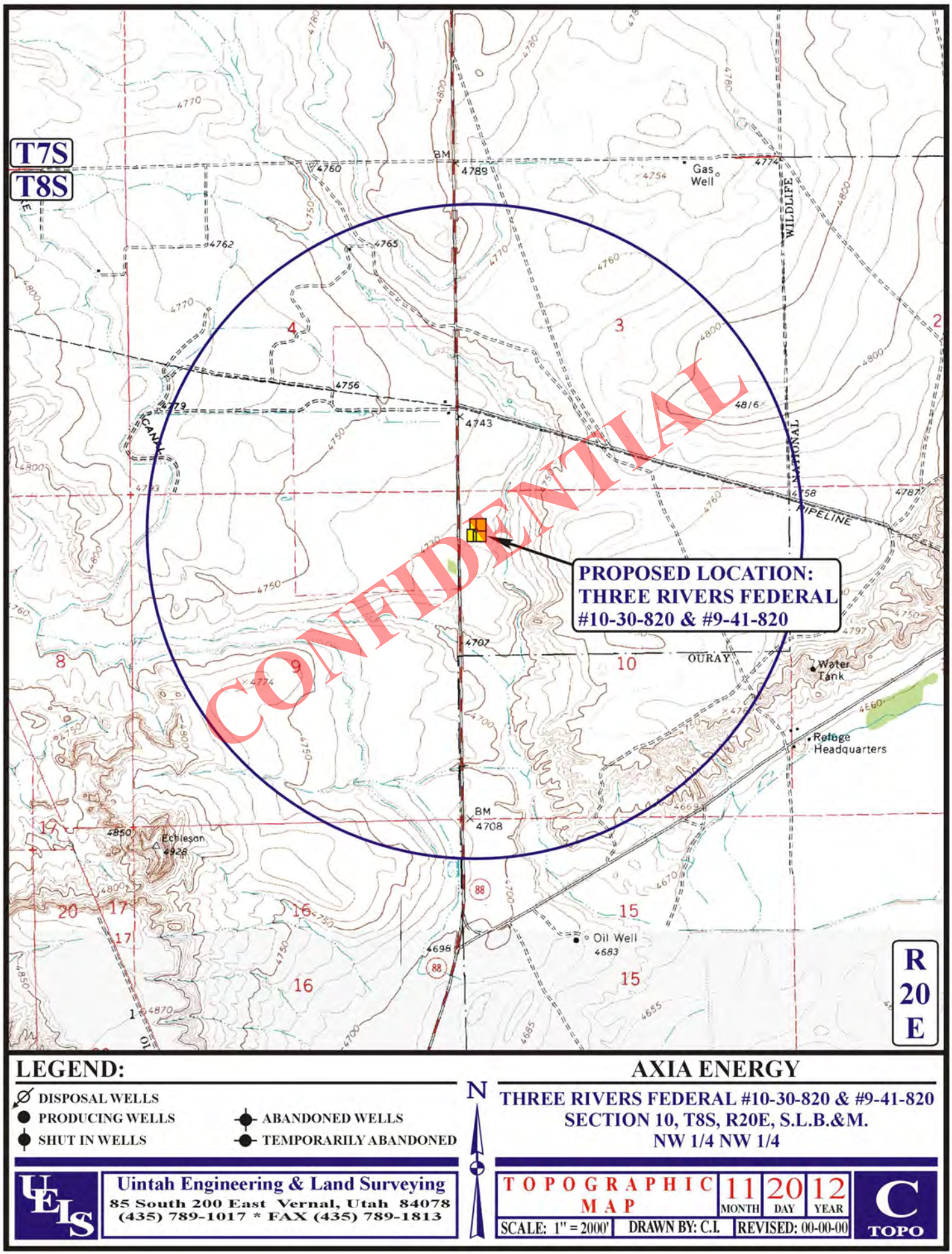
AXIA ENERGY

THREE RIVERS FEDERAL #10-30-820 & #9-41-820
SECTION 10, T8S, R20E, S.L.B.&M.
NW 1/4 NW 1/4

Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813

ACCESS ROAD MAP	11 MONTH	20 DAY	12 YEAR	B TOPO
SCALE: 1" = 2000'	DRAWN BY: C.I.	REVISED: 00-00-00		

API Well Number: 43047535560000



LEGEND:

- DISPOSAL WELLS
- PRODUCING WELLS
- SHUT IN WELLS
- ABANDONED WELLS
- TEMPORARILY ABANDONED

N

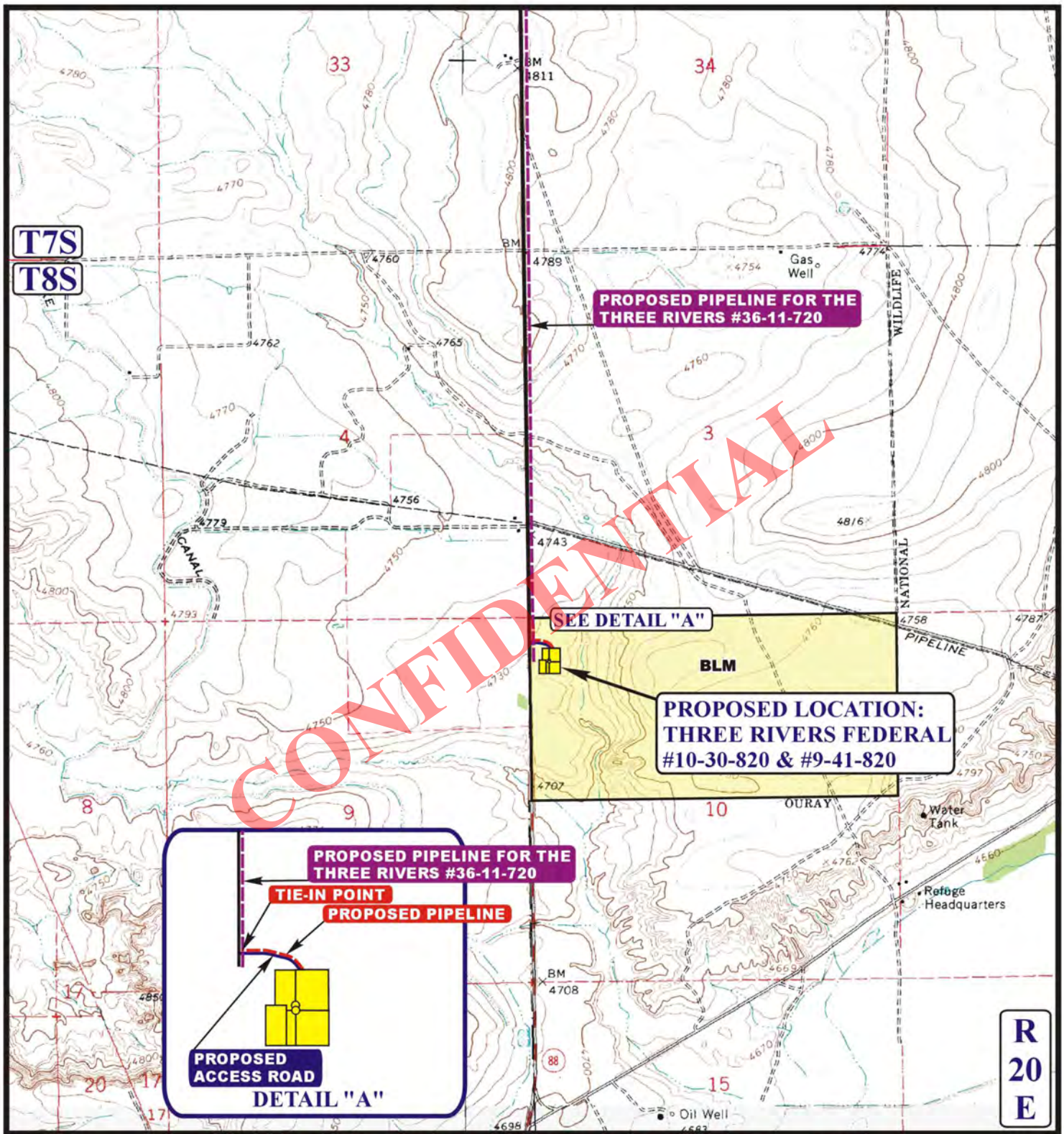
AXIA ENERGY

THREE RIVERS FEDERAL #10-30-820 & #9-41-820
SECTION 10, T8S, R20E, S.L.B.&M.
NW 1/4 NW 1/4

Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813

TOPOGRAPHIC MAP	11 MONTH	20 DAY	12 YEAR	C TOPO
SCALE: 1" = 2000'	DRAWN BY: C.I.	REVISED: 00-00-00		

API Well Number: 43047535560000



APPROXIMATE TOTAL PIPELINE DISTANCE = 288' +/-

LEGEND:

- PROPOSED ACCESS ROAD
- PROPOSED PIPELINE
- PROPOSED PIPELINE (SERVICING OTHER WELLS)

N

AXIA ENERGY

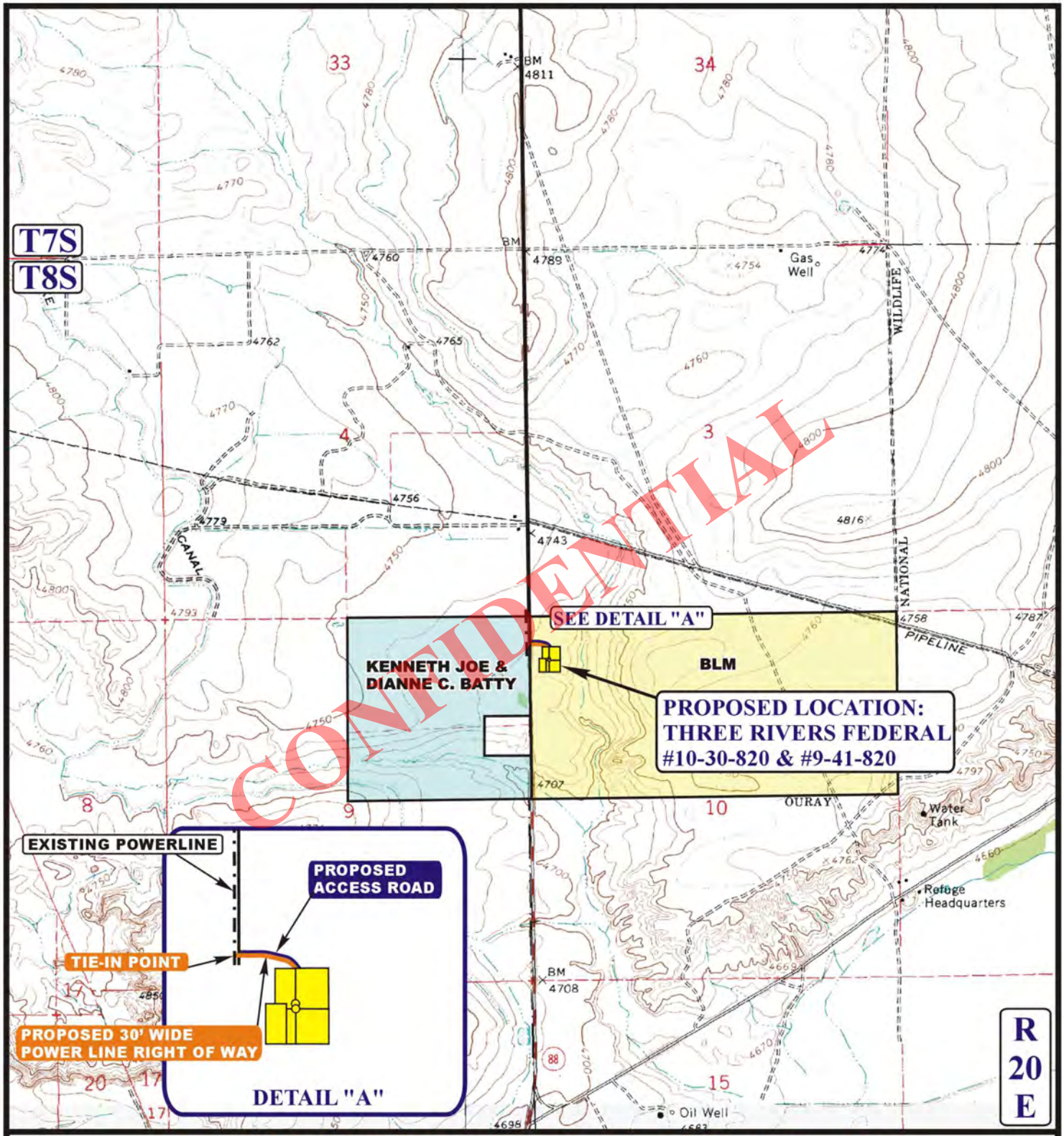
THREE RIVERS FEDERAL #10-30-820 & #9-41-820
SECTION 10, T8S, R20E, S.L.B.&M.
NW 1/4 NW 1/4

Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813

TOPOGRAPHIC MAP | 11 MONTH | 20 DAY | 12 YEAR | D TOPO

SCALE: 1" = 2000' | DRAWN BY: C.I. | REVISED: 00-00-00

API Well Number: 43047535560000



APPROXIMATE TOTAL POWER LINE DISTANCE = 343' +/-

LEGEND:

PROPOSED ACCESS ROAD
PROPOSED POWER LINE
EXISTING POWER LINE

N

AXIA ENERGY

THREE RIVERS FEDERAL #10-30-820 & #9-41-820
SECTION 10, T8S, R20E, S.L.B.&M.
NW 1/4 NW 1/4

Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813

TOPOGRAPHIC MAP | 11 MONTH | 20 DAY | 12 YEAR | E TOPO

SCALE: 1" = 2000' | DRAWN BY: C.I. | REVISED: 00-00-00

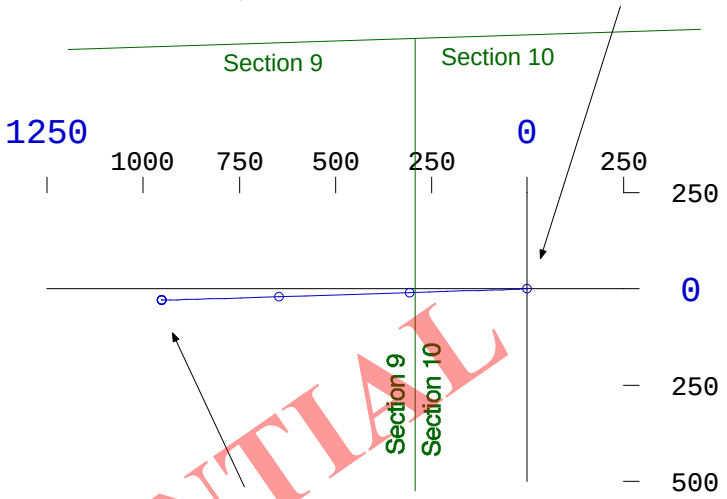
API Well Number: 43047535560000

Axia Energy

Three Rivers 9-41-820
Uintah County, Utah

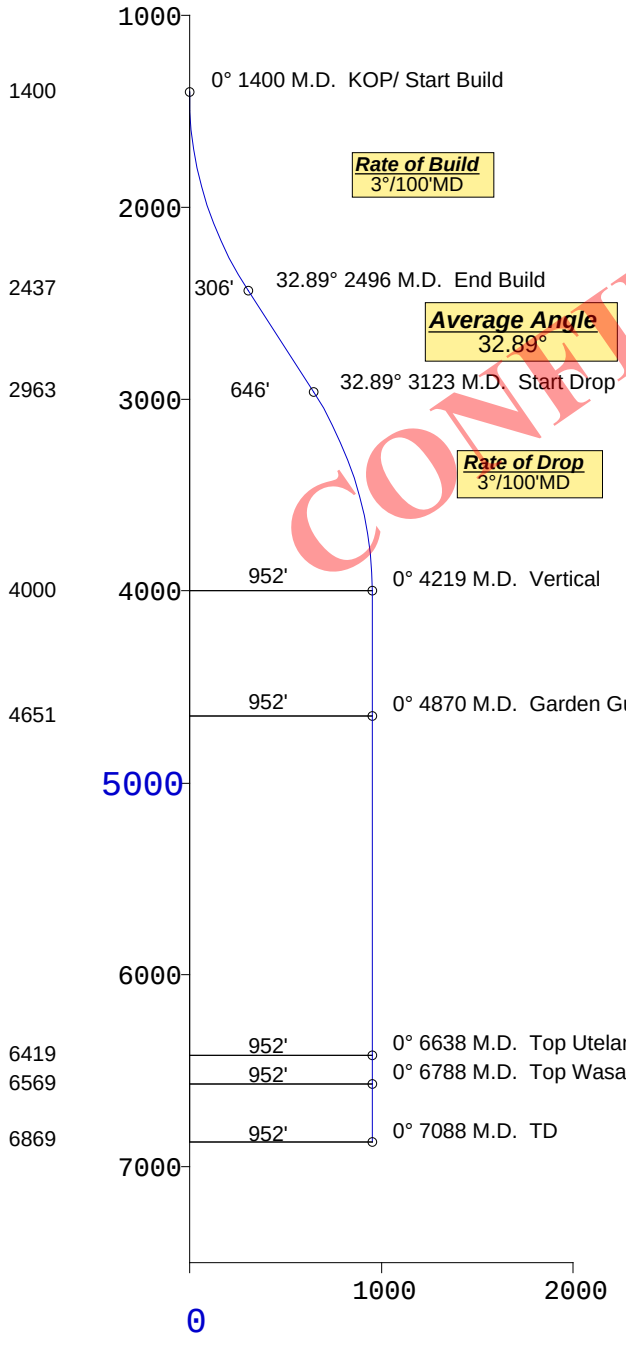
Horizontal Plan
1" = 500'

Surface Location
Lat=40.142650
Long=109.663033
Y=7225958.118'
X=2153913.668'
NAD83
660' FNL, 292' FWL of Section 10



Plane of Proposal
268.21° Azimuth

Vertical Section
1" = 1000'



Vertical
952.22' Displacement from S/L
@ 268.22° Azimuth from S/L
South-29.73' West-951.76' of S/L
TVD-4000' MD-4218'
Y=7225928.39', X=215961.91'
660' FNL, 660 FEL' of Section 9
Garden Gulch
TVD-4651' MD-4870'
Top Uteland Base
TVD-6419' MD-6638'
Top Wasatch
TVD-6569' MD-6788'
TD
TVD-6869' MD-7088'

Bighorn Directional Incorporated
Denver, Colorado
303-463-1919

12-17-2012

RECEIVED: January 30, 2013

Axia Energy
Three Rivers 9-41-820
Uintah County, Utah

Bighorn Directional Incorporated
Denver, Colorado
303-463-1919

Minimum of Curvature
Slot Location: 7225958.12', 2153913.67'
Plane of Vertical Section: 268.21°

Measured Depth Feet	BORE Inc Degrees	HOLE Direction Degrees	True Vertical Depth Feet	RECTANGULAR COORDINATES North(-South) Feet	East(-West) Feet	LAMBERT COORDINATES Y Feet	X Feet	Vertical Section Feet	CLOSURES Distance Feet	Direction Deg	Dogleg Severity Deg/100'
1400.00	0.00	0.00	1400.00	0.00	0.00	7225958.12	2153913.67	0.00	0.00	0.00	0.00
KOP/ Start Build											
1500.00	3.00	268.21	1499.95	-0.08	-2.62	7225958.04	2153911.05	2.62	2.62	268.21	3.00
1600.00	6.00	268.21	1599.63	-0.33	-10.46	7225957.79	2153903.21	10.46	10.46	268.21	3.00
1700.00	9.00	268.21	1698.77	-0.73	-23.50	7225957.38	2153890.17	23.51	23.51	268.21	3.00
1800.00	12.00	268.21	1797.08	-1.30	-41.71	7225956.82	2153871.95	41.74	41.74	268.21	3.00
1900.00	15.00	268.21	1894.31	-2.03	-65.05	7225956.09	2153848.62	65.08	65.08	268.21	3.00
2000.00	18.00	268.21	1990.18	-2.92	-93.43	7225955.20	2153820.24	93.48	93.48	268.21	3.00
2100.00	21.00	268.21	2084.43	-3.96	-126.79	7225954.16	2153786.88	126.85	126.85	268.21	3.00
2200.00	24.00	268.21	2176.81	-5.15	-165.04	7225952.96	2153748.63	165.12	165.12	268.21	3.00
2300.00	27.00	268.21	2267.06	-6.50	-208.06	7225951.62	2153705.61	208.16	208.16	268.21	3.00
2400.00	30.00	268.21	2354.93	-7.99	-255.75	7225950.13	2153657.92	255.87	255.87	268.21	3.00
2496.24	32.89	268.21	2437.03	-9.56	-305.92	7225948.56	2153607.75	306.07	306.07	268.21	3.00
End Build											
2996.24	32.89	268.21	2856.90	-18.03	-577.28	7225940.09	2153336.39	577.56	577.56	268.21	0.00
3122.56	32.89	268.21	2962.97	-20.17	-645.84	7225937.95	2153267.83	646.15	646.15	268.21	0.00
Start Drop											
3222.56	29.89	268.21	3048.33	-21.80	-697.89	7225936.32	2153215.78	698.23	698.23	268.21	3.00
3322.56	26.89	268.21	3136.30	-23.28	-745.40	7225934.84	2153168.27	745.76	745.76	268.21	3.00
3422.56	23.89	268.21	3226.63	-24.62	-788.25	7225933.50	2153125.42	788.63	788.63	268.21	3.00
3522.56	20.89	268.21	3319.08	-25.81	-826.31	7225932.31	2153087.36	826.71	826.71	268.21	3.00
3622.56	17.89	268.21	3413.40	-26.85	-859.49	7225931.27	2153054.18	859.91	859.91	268.21	3.00
3722.56	14.89	268.21	3509.33	-27.73	-887.68	7225930.39	2153025.99	888.11	888.11	268.21	3.00
3822.56	11.89	268.21	3606.60	-28.45	-910.82	7225929.67	2153002.85	911.26	911.26	268.21	3.00
3922.56	8.89	268.21	3704.95	-29.01	-928.84	7225929.11	2152984.83	929.29	929.29	268.21	3.00
4022.56	5.89	268.21	3804.11	-29.41	-941.69	7225928.71	2152971.98	942.15	942.15	268.21	3.00
4122.56	2.89	268.21	3903.81	-29.65	-949.33	7225928.47	2152964.33	949.80	949.80	268.21	3.00

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Axia Energy
Three Rivers 9-41-820
Uintah County, Utah

Bighorn Directional Incorporated
Denver, Colorado
303-463-1919

Minimum of Curvature
Slot Location: 7225958.12', 2153913.67'
Plane of Vertical Section: 268.21°

Measured Depth Feet	BORE Inc Degrees	HOLE Direction Degrees	True Vertical Depth Feet	RECTANGULAR COORDINATES North(-South) Feet	East(-West) Feet	LAMBERT COORDINATES Y Feet	X Feet	Vertical Section Feet	CLOSURES Distance Feet	Direction Deg	Dogleg Severity Deg/100'
4218.80	0.00	268.21	4000.00	-29.73	-951.76	7225928.39	2152961.91	952.22	952.22	268.21	3.00
Vertical											
4869.80	0.00	268.21	4651.00	-29.73	-951.76	7225928.39	2152961.91	952.22	952.22	268.21	0.00
Garden Gulch/ MGR Marker											
6637.80	0.00	268.21	6419.00	-29.73	-951.76	7225928.39	2152961.91	952.22	952.22	268.21	0.00
Top Uteland Base/ LGR Marker											
6787.80	0.00	268.21	6569.00	-29.73	-951.76	7225928.39	2152961.91	952.22	952.22	268.21	0.00
Top Wasatch/ Base Uteland											
7087.80	0.00	268.21	6869.00	-29.73	-951.76	7225928.39	2152961.91	952.22	952.22	268.21	0.00
TD											

Final Station Closure Distance: 952.22' Direction: 268.21°

RECEIVED: January 30, 2013

API Well Number: 43047535560000

BOP Equipment

3000psi WP

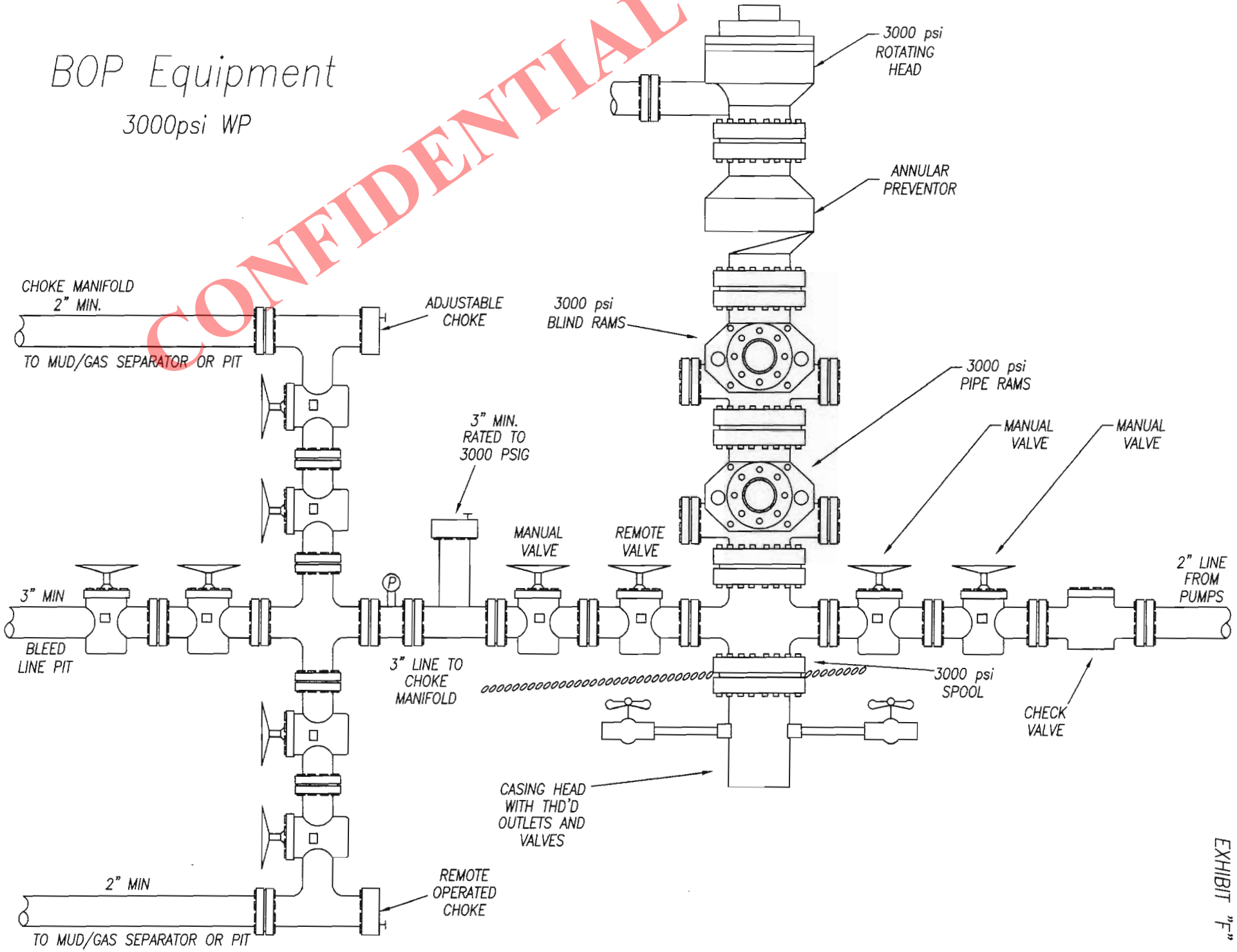


EXHIBIT "F"

RECEIVED: January 30, 2013

Star Point Enterprises, Inc.

2580 Creekview Road
Moab, Utah 84532
435/719-2018

January 30, 2013

Mrs. Diana Mason
State of Utah
Division of Oil Gas and Mining
P.O. Box 145801
Salt Lake City, Utah 84114-5801

RE: Request for Exception to Spacing – Axia Energy, LLC – **Three Rivers Federal 9-41-820**
Surface Location: NWNW, 660' FNL & 292' FWL, Sec. 10, T8S, R20E
Target Location: NENE, 660' FNL & 660' FEL, Sec. 9, T8S, R20E
SLB&M, Uintah County, Utah

Dear Diana:

Axia Energy, LLC respectfully submits this request for exception to spacing (R649-3-11) based on geology since the well is located less than 460 feet to the drilling unit boundary. Axia Energy, LLC is the only owner and operator within 460 feet of the surface and target location as well as all points along the intended well bore path and are not within 460 feet of any uncommitted tracts or a unit boundary.

Thank you very much for your timely consideration of this application. Please feel free to contact Jess A. Peonio of Axia Energy, LLC at 720-746-5212 or myself should you have any questions or need additional information.

Sincerely,

Don Hamilton
Agent for Axia Energy, LLC

cc: Jess A. Peonio, Axia Energy, LLC

RECEIVED: January 30, 2013

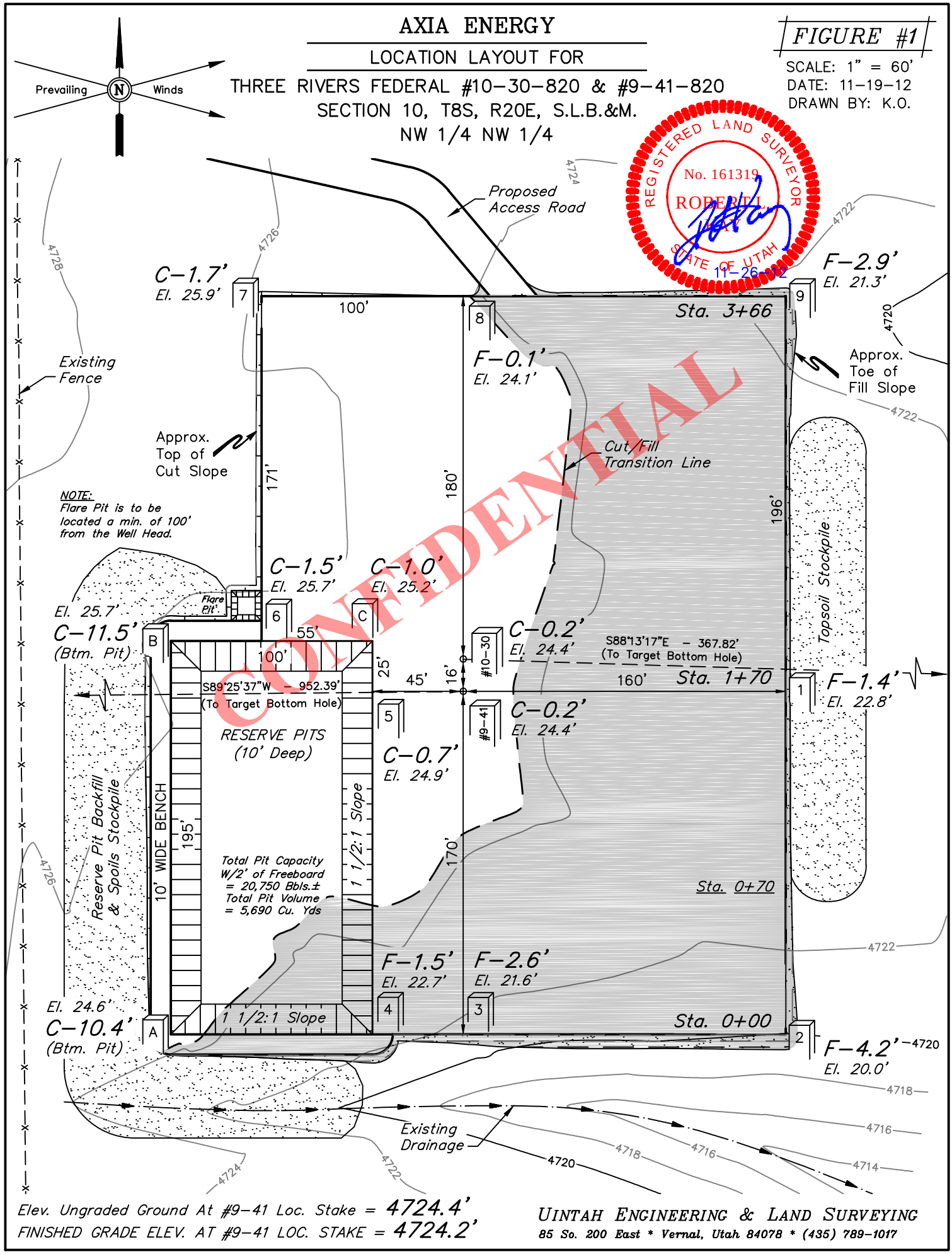
API Well Number: 43047535560000

AXIA ENERGY

LOCATION LAYOUT FOR

THREE RIVERS FEDERAL #10-30-820 & #9-41-820
SECTION 10, T8S, R20E, S.L.B.&M.
NW 1/4 NW 1/4

FIGURE #1
SCALE: 1" = 60'
DATE: 11-19-12
DRAWN BY: K.O.



Elev. Ungraded Ground At #9-41 Loc. Stake = 4724.4'
FINISHED GRADE ELEV. AT #9-41 LOC. STAKE = 4724.2'

UINTAH ENGINEERING & LAND SURVEYING
85 So. 200 East * Vernal, Utah 84078 * (435) 789-1017

RECEIVED: January 30, 2013

1" = 20'
X-Section Scale
1" = 50'

AXIA ENERGY

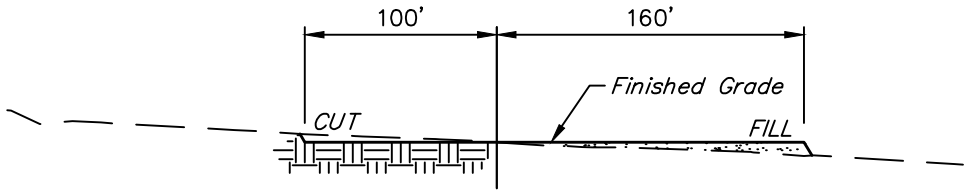
TYPICAL CROSS SECTIONS FOR

THREE RIVERS FEDERAL #10-30-820 & #9-41-820
SECTION 10, T8S, R20E, S.L.B.&M.
NW 1/4 NW 1/4

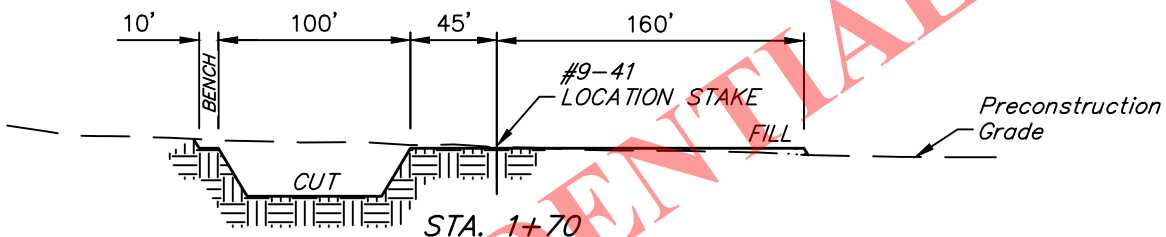
FIGURE #2

SCALE: 1" = 60'
DATE: 11-19-12
DRAWN BY: K.O.

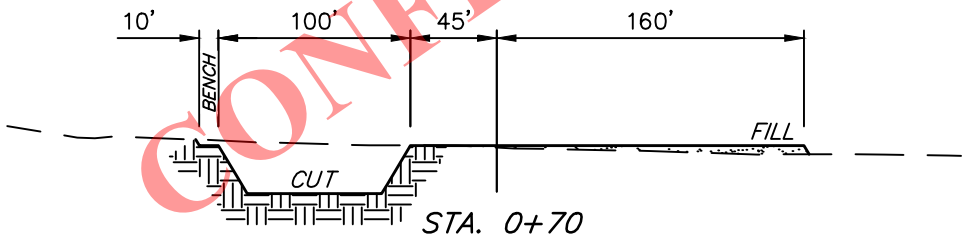
REGISTERED LAND SURVEYOR
No. 161319
ROBERT L. KAY
STATE OF UTAH
11-26-12



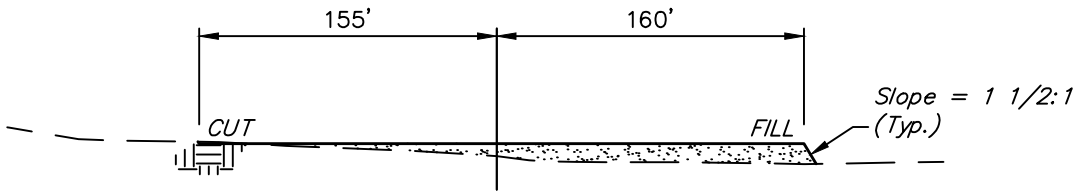
STA. 3+66



STA. 1+70



STA. 0+70



STA. 0+00

NOTE:
Topsoil should not be Stripped Below Finished Grade on Substructure Area.

APPROXIMATE ACREAGES

WELL SITE DISTURBANCE = ± 3.148 ACRES
ACCESS ROAD DISTURBANCE = ± 0.219 ACRES
PIPELINE DISTURBANCE = ± 0.199 ACRES
TOTAL = ± 3.566 ACRES

* *NOTE:*
FILL QUANTITY INCLUDES 5% FOR COMPACTION

APPROXIMATE YARDAGES

(6") Topsoil Stripping	=	*2,070* Cu. Yds.
Remaining Location	=	*6,460* Cu. Yds.
TOTAL CUT	=	*8,530* CU. YDS.
FILL	=	*3,610* CU. YDS.

EXCESS MATERIAL	=	*4,920* Cu. Yds.
Topsoil & Pit Backfill (1/2 Pit Vol.)	=	*4,920* Cu. Yds.
EXCESS UNBALANCE (After Interim Rehabilitation)	=	*0* Cu. Yds.

UINTAH ENGINEERING & LAND SURVEYING
*85 So. 200 East * Vernal, Utah 84078 * (435) 789-1017*

RECEIVED: January 30, 2013

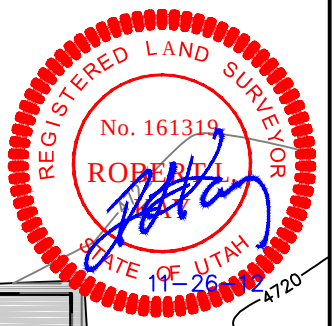
API Well Number: 43047535560000

AXIA ENERGY

TYPICAL RIG LAYOUT FOR

THREE RIVERS FEDERAL #10-30-820 & #9-41-820
SECTION 10, T8S, R20E, S.L.B.&M.
NW 1/4 NW 1/4

FIGURE #3
SCALE: 1" = 60'
DATE: 11-19-12
DRAWN BY: K.O.



UINTAH ENGINEERING & LAND SURVEYING
85 So. 200 East * Vernal, Utah 84078 * (435) 789-1017

RECEIVED: January 30, 2013

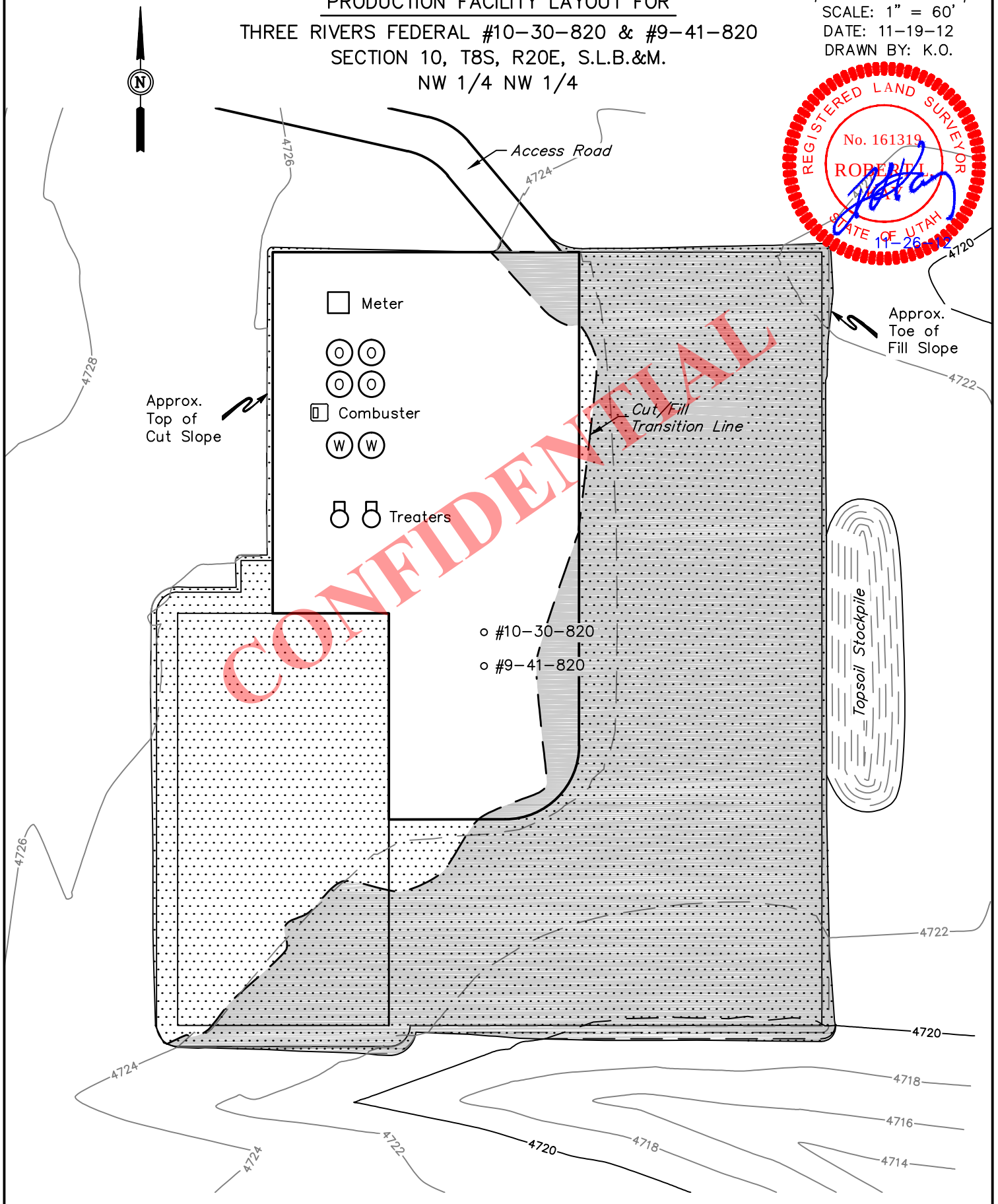
API Well Number: 43047535560000

AXIA ENERGY

PRODUCTION FACILITY LAYOUT FOR

THREE RIVERS FEDERAL #10-30-820 & #9-41-820
SECTION 10, T8S, R20E, S.L.B.&M.
NW 1/4 NW 1/4

FIGURE #4
SCALE: 1" = 60'
DATE: 11-19-12
DRAWN BY: K.O.



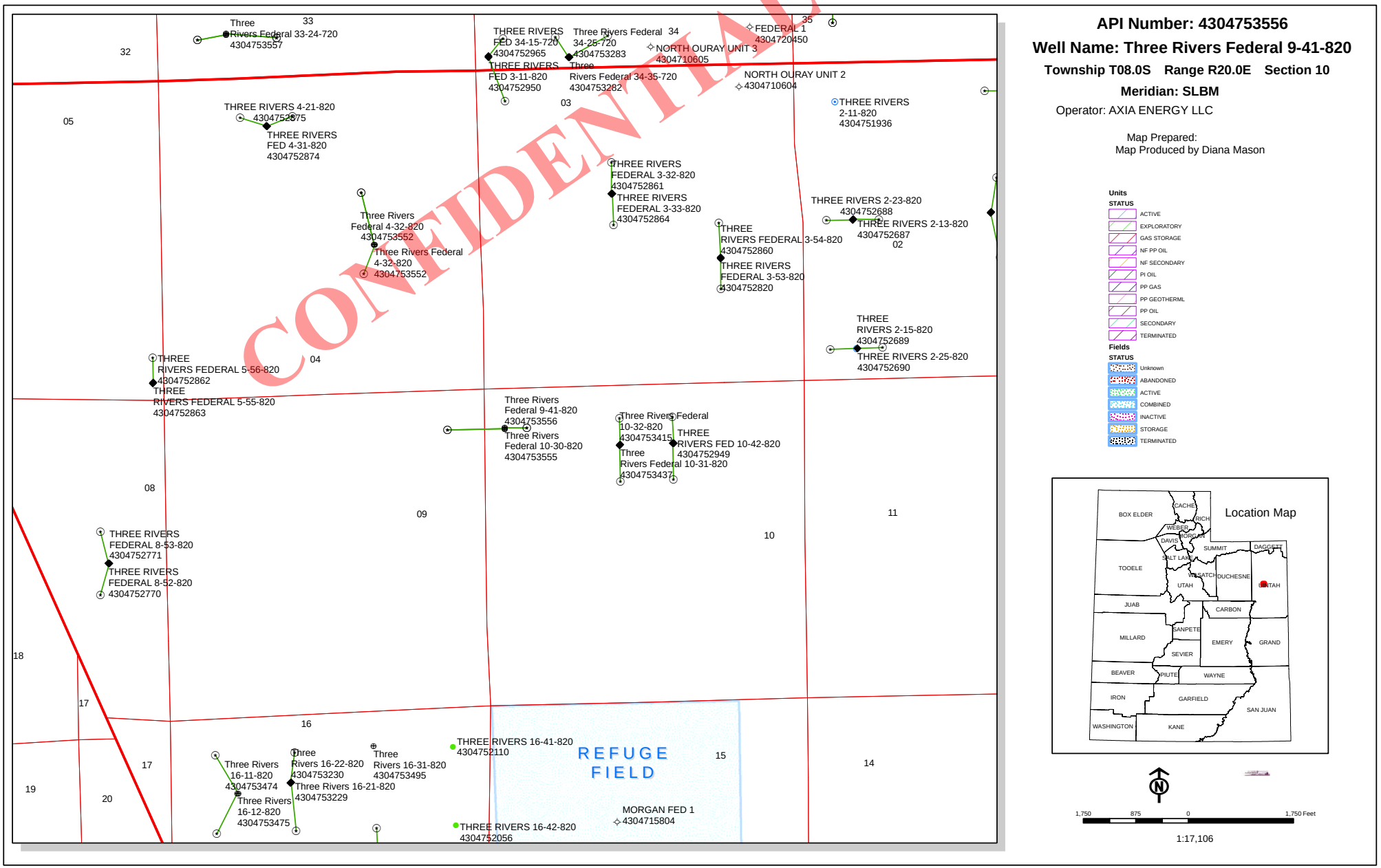
RECLAIMED AREA

APPROXIMATE ACREAGES
UN-RECLAIMED = ± 0.765 ACRES

UINTAH ENGINEERING & LAND SURVEYING
85 So. 200 East * Vernal, Utah 84078 * (435) 789-1017

RECEIVED: January 30, 2013

API Well Number: 43047535560000



API Number: 4304753556

Well Name: Three Rivers Federal 9-41-820

Township T08.0S Range R20.0E Section 10

Meridian: SLBM

Operator: AXIA ENERGY LLC

Map Prepared:
Map Produced by Diana Mason

Units

STATUS

- ACTIVE
- EXPLORATORY
- GAS STORAGE
- NF PP OIL
- NF SECONDARY
- PI OIL
- PP GAS
- PP GEOTHERML
- PP OIL
- SECONDARY
- TERMINATED

Fields

STATUS

- Unknown
- ABANDONED
- ACTIVE
- COMBINED
- INACTIVE
- STORAGE
- TERMINATED

1,750 875 0 1,750 Feet

1:17,106

RECEIVED: February 22, 2013

API Well Number: 43047535560000

WORKSHEET
APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 1/30/2013
API NO. ASSIGNED: 43047535560000
WELL NAME: Three Rivers Federal 9-41-820
OPERATOR: AXIA ENERGY LLC (N3765)
PHONE NUMBER: 435 719-2018
CONTACT: Don Hamilton

PROPOSED LOCATION: NWNW 10 080S 200E
Permit Tech Review: ☑
SURFACE: 0660 FNL 0292 FWL
Engineering Review: ☐
BOTTOM: 0660 FNL 0660 FEL
Geology Review: ☑
COUNTY: UINTAH
LATITUDE: 40.14262
LONGITUDE: -109.66287
UTM SURF EASTINGS: 613901.00
NORTHINGS: 4444444.00
FIELD NAME: UNDESIGNATED
LEASE TYPE: 1 - Federal
LEASE NUMBER: UTU-85994
PROPOSED PRODUCING FORMATION(S): WASATCH
SURFACE OWNER: 1 - Federal
COALBED METHANE: NO

RECEIVED AND/OR REVIEWED:

- ☑ **PLAT**
- ☑ **Bond:** FEDERAL - LPM9046683
- ☐ **Potash**
- ☐ **Oil Shale 190-5**
- ☐ **Oil Shale 190-3**
- ☐ **Oil Shale 190-13**
- ☑ **Water Permit:** 49-2357
- ☐ **RDCC Review:**
- ☐ **Fee Surface Agreement**
- ☐ **Intent to Commingle**

Commingling Approved

LOCATION AND SITING:

- ☐ **R649-2-3.**

Unit:

- ☐ **R649-3-2. General**
- ☑ **R649-3-3. Exception**
- ☑ **Drilling Unit**

Board Cause No: R649-3-11
Effective Date:
Siting:

- ☑ **R649-3-11. Directional Drill**

Comments: Presite Completed

Stipulations:
1 - Exception Location - bhill
4 - Federal Approval - dmason
15 - Directional - dmason
23 - Spacing - dmason

RECEIVED: February 26, 2013

GARY R. HERBERT
Governor
GREGORY S. BELL
Lieutenant Governor

State of Utah
DEPARTMENT OF NATURAL RESOURCES
MICHAEL R. STYLER
Executive Director
Division of Oil, Gas and Mining
JOHN R. BAZA
Division Director

Permit To Drill
****

Well Name: Three Rivers Federal 9-41-820
API Well Number: 43047535560000
Lease Number: UTU-85994
Surface Owner: FEDERAL
Approval Date: 2/26/2013

Issued to:
AXIA ENERGY LLC, 1430 Larimer Ste 400, Denver, CO 80202

Authority:
Pursuant to Utah Code Ann. 40-6-1 et seq., and Utah Administrative Code R649-3-1 et seq., the Utah Division of Oil, Gas and Mining issues conditions of approval, and permit to drill the listed well. This permit is issued in accordance with the requirements of R649-3-11. The expected producing formation or pool is the WASATCH Formation(s), completion into any other zones will require filing a Sundry Notice (Form 9). Completion and commingling of more than one pool will require approval in accordance with R649-3-22.

Duration:
This approval shall expire one year from the above date unless substantial and continuous operation is underway, or a request for extension is made prior to the expiration date

Exception Location:
Appropriate information has been submitted to DOGM and administrative approval of the requested exception location is hereby granted.

General:
Compliance with the requirements of Utah Admin. R. 649-1 et seq., the Oil and Gas Conservation General Rules, and the applicable terms and provisions of the approved Application for permit to drill.

Conditions of Approval:
State approval of this well does not supercede the required federal approval, which must be obtained prior to drilling.

In accordance with Utah Admin. R.649-3-11, Directional Drilling, the operator shall submit a complete angular deviation and directional survey report to the Division within 30 days following completion of the well.

This proposed well is located in an area for which drilling units (well spacing patterns) have not been established through an order of the Board of Oil, Gas and Mining (the “Board”). In order to avoid the possibility of waste or injury to correlative rights, the operator is requested, once the well has been drilled,

completed, and has produced, to analyze geological and engineering data generated therefrom, as well as any similar data from surrounding areas if available. As soon as is practicable after completion of its analysis, and if the analysis suggests an area larger than the quarter-quarter section upon which the well is located is being drained, the operator is requested to seek an appropriate order from the Board establishing drilling and spacing units in conformance with such analysis by filing a Request for Agency Action with the Board.

Notification Requirements:
The operator is required to notify the Division of Oil, Gas and Mining of the following actions during drilling of this well:

- Within 24 hours following the spudding of the well - contact Carol Daniels at 801-538-5284
  (please leave a voicemail message if not available)
  OR
  submit an electronic sundry notice (pre-registration required) via the Utah Oil & Gas website
  at http://oilgas.ogm.utah.gov

Reporting Requirements:
All reports, forms and submittals as required by the Utah Oil and Gas Conservation General Rules will be promptly filed with the Division of Oil, Gas and Mining, including but not limited to:

- Entity Action Form (Form 6) - due within 5 days of spudding the well
- Monthly Status Report (Form 9) - due by 5th day of the following calendar month
- Requests to Change Plans (Form 9) - due prior to implementation
- Written Notice of Emergency Changes (Form 9) - due within 5 days
- Notice of Operations Suspension or Resumption (Form 9) - due prior to implementation
- Report of Water Encountered (Form 7) - due within 30 days after completion
- Well Completion Report (Form 8) - due within 30 days after completion or plugging

Approved By:

For John Rogers
Associate Director, Oil & Gas

Form 3160-3
(August 2007)

RECEIVED

FORM APPROVED
OMB No. 1004-0136
Expires July 31, 2010

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

JAN 3 0 2013

BLM

APPLICATION FOR PERMIT TO DRILL OR REENTER

CONFIDENTIAL

1a. Type of Work: ☒ DRILL ☐ REENTER	5. Lease Serial No. UTU85994
	6. If Indian, Allottee or Tribe Name
	7. If Unit or CA Agreement, Name and No.
1b. Type of Well: ☒ Oil Well ☐ Gas Well ☐ Other ☐ Single Zone ☒ Multiple Zone	8. Lease Name and Well No. THREE RIVERS FEDERAL 9-41-820
2. Name of Operator AXIA ENERGY LLC — Contact: DON S HAMILTON E-Mail: starpoint@etv.net	9. API Well No. 43047535560
3a. Address 1430 LARIMER STREET SUITE #400 DENVER, CO 80202 — 3b. Phone No. (include area code) Ph: 435-719-2018 Fx: 435-719-2019	10. Field and Pool, or Exploratory UNDESIGNATED
4. Location of Well *(Report location clearly and in accordance with any State requirements.*)* At surface NWNW 660FNL 292FWL 40.142650 N Lat, 109.663033 W Lon At proposed prod. zone NWNW 660FNL 660FEL 40.142650 N Lat, 109.663033 W Lon Sec 9	11. Sec., T., R., M., or Blk. and Survey or Area Sec 10 T8S R20E Mer SLB SME: BLM
14. Distance in miles and direction from nearest town or post office* 26.9 MILES SOUTHWEST OF VERNAL, UTAH	12. County or Parish UINTAH — 13. State UT
15. Distance from proposed location to nearest property or lease line, ft. (Also to nearest drig. unit line, if any) 720 — 16. No. of Acres in Lease 1817.57	17. Spacing Unit dedicated to this well 40.00
18. Distance from proposed location to nearest well, drilling, completed, applied for, on this lease, ft. 16 — 19. Proposed Depth 7088 MD 6869 TVD	20. BLM/BIA Bond No. on file UTB000464
21. Elevations (Show whether DF, KB, RT, GL, etc. 4724 GL — 22. Approximate date work will start 02/15/2013	23. Estimated duration 60 DAYS

24. Attachments

The following, completed in accordance with the requirements of Onshore Oil and Gas Order No. 1, shall be attached to this form:

1. Well plat certified by a registered surveyor.
2. A Drilling Plan.
3. A Surface Use Plan (if the location is on National Forest System Lands, the SUPO shall be filed with the appropriate Forest Service Office).
4. Bond to cover the operations unless covered by an existing bond on file (see Item 20 above).
5. Operator certification
6. Such other site specific information and/or plans as may be required by the authorized officer.

25. Signature (Electronic Submission)	Name (Printed/Typed) DON S HAMILTON Ph: 435-719-2018	Date 01/30/2013
Title PERMITTING AGENT		
Approved by (Signature)	Name (Printed/Typed) Jerry Kenczka	Date AUG 13 201
Title Assistant Field Manager Lands & Mineral Resources	Office VERNAL FIELD OFFICE	

Application approval does not warrant or certify the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon.
Conditions of approval, if any, are attached.

CONDITIONS OF APPROVAL ATTACHED

Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

RECEIVED
AUG 2 1 2013
DIV. OF OIL, GAS & MINING

Additional Operator Remarks (see next page)

NOTICE OF APPROVAL

Electronic Submission #192417 verified by the BLM Well Information System
For AXIA ENERGY LLC, sent to the Vernal
Committed to AFMSS for processing by ROBIN R. HANSEN on 02/04/2013 (13RRH6521AE)

UDOGM

**** BLM REVISED ** BLM REVISED ** BLM REVISED ** BLM REVISED ** BLM REVISED ****

UNITED STATES DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT
VERNAL FIELD OFFICE
170 South 500 East VERNAL, UT 84078 (435) 781-4400

CONDITIONS OF APPROVAL FOR APPLICATION FOR PERMIT TO DRILL

Company:	**AXIA ENERGY LLC**	**Location:**	**NWNW, Sec.10, T8S, R20E**
Well No:	**THREE RIVERS FED. 9-41-820**	**Lease No:**	**UTU-85994**
API No:	**43-047-53556**	**Agreement:**	

OFFICE NUMBER: (435) 781-4400

OFFICE FAX NUMBER: (435) 781-3420

A COPY OF THESE CONDITIONS SHALL BE FURNISHED TO YOUR FIELD REPRESENTATIVE TO INSURE COMPLIANCE

All lease and/or unit operations are to be conducted in such a manner that full compliance is made with the applicable laws, regulations (43 CFR Part 3160), and this approved Application for Permit to Drill including Surface and Downhole Conditions of Approval. The operator is considered fully responsible for the actions of his subcontractors. A copy of the approved APD must be on location during construction, drilling, and completion operations. **This permit is approved for a two (2) year period, or until lease expiration, whichever occurs first. An additional extension, up to two (2) years, may be applied for by sundry notice prior to expiration.**

NOTIFICATION REQUIREMENTS

Location Construction (Notify Environmental Scientist)	-	Forty-Eight (48) hours prior to construction of location and access roads.
Location Completion (Notify Environmental Scientist)	-	Prior to moving on the drilling rig.
Spud Notice (Notify Petroleum Engineer)	-	Twenty-Four (24) hours prior to spudding the well.
Casing String & Cementing (Notify Supv. Petroleum Tech.)	-	Twenty-Four (24) hours prior to running casing and cementing all casing strings to: blm_ut_vn_opreport@blm.gov
BOP & Related Equipment Tests (Notify Supv. Petroleum Tech.)	-	Twenty-Four (24) hours prior to initiating pressure tests.
First Production Notice (Notify Petroleum Engineer)	-	Within Five (5) business days after new well begins or production resumes after well has been off production for more than ninety (90) days.

SURFACE USE PROGRAM
CONDITIONS OF APPROVAL (COAs)

- All new and replacement internal combustion gas field engines of less than or equal to 300 design-rated horsepower must not emit more than 2 gms of NO_x per horsepower-hour. This requirement does not apply to gas field engines of less than or equal to 40 design-rated horsepower.

- All and replacement internal combustion gas field engines of greater than 300 design rated horsepower must not emit more than 1.0 gms of NO_x per horsepower-hour.

- If there is an active Gilsonite mining operation within 2 miles of the well location, operator shall notify the Gilsonite operator at least 48 hours prior to any blasting during construction.

- If paleontological materials are uncovered during construction, the operator is to immediately stop work and contact the Authorized Officer (AO). A determination will be made by the AO as to what mitigation may be necessary for the discovered paleontologic material before construction can continue.

- The proposed project is subject to R307-205-5: Fugitive Dust, of the Utah Air Quality Rules, due to the fugitive dust that will be generated during the excavation of the roadway for the project and possibly the pad (based on pad size). These rules apply to construction activities that disturb an area greater than 1/4 acre in size. A permit, known as an Approval Order, is not required from the Executive Secretary of the Air Quality Board, but steps need to be taken to minimize fugitive dust, such as watering and/or chemical stabilization, providing vegetative or synthetic cover or windbreaks. A copy of the rules may be found at www.rules.utah.gov/publicat/code/r307/r307.htm. While filing a fugitive dust plan with the Division of Air Quality is not required for this project, we encourage the use of the online free fugitive dust development program to assist you in meeting the requirements of R307-205-5 that may be found at https://secure.utah.gov/deq-dashboard/index.html.
- Stationary internal combustion engines would comply with the following emission standards: 2 g/bhp-hr of NO_x for engines less than 300 HP and 1 g/bhp-hr of NO_x for engines over 300 HP.
- Either no or low bleed controllers would be installed on pneumatic pumps, actuators or other pneumatic devices.
- VOC venting controls or flaring would be utilized for oil or gas atmospheric storage tanks.
- VOC venting controls or flaring would be used for glycol dehydration and amine units.
- Where feasible, green completion would be used for well completion, re-completion, venting, or planned blowdown emissions. Alternatively, use controlled VOC emissions methods with 90% efficiency.
- The proposed well drilling project may require a permit, known as an Approval Order, from the Executive Secretary of the Air Quality Board. If any compressor or pump stations are constructed at the site a permit application, known as a Notice of Intent (NOI), should be submitted to the Executive Secretary at the Utah Division of Air Quality at 150 N. 1950 West, Salt Lake City, Utah, 84116 for review according to R307-401: Permit: Notice of Intent and Approval Order, of the Utah Air Quality Rules. A copy of the rules may be found at www.rules.utah.gov/publicat/code/r307/r307.htm.

- All vehicles and equipment shall be cleaned either through power-washing, or other approved method, if the vehicles or equipment were previously operated outside the Uinta Basin, to prevent weed seed introduction.
- A permitted paleontologist is to be present to spot check construction at well locations, 10-31-820, 10-32-820, 9-41-820, and 10-30-820, during all surface (rock) disturbing activities: examples include the following; building of the well pad, access road, and pipelines.
- Construction and drilling is not allowed from March 1 – August 31 to minimize impacts during burrowing owl nesting. If it is anticipated that construction or drilling will occur during the given timing restriction, a BLM or qualified biologist should be notified so surveys can be conducted. Depending upon the results of the surveys, permission to proceed may or may not be recommended or granted by the BLM Authorized Officer (AO).
- Axia must use Target Trucking's water number 43-10988.
- The best method to avoid entrainment is to pump from an off-channel location – one that does not connect to the river during high spring flows. An infiltration gallery constructed in a BLM and Service approved location is best.
- If the pump head is located in the river channel where larval fish are known to occur, the following measures apply:
    - do not situate the pump in a low-flow or no-flow area as these habitats tend to concentrate larval fishes;
    - limit the amount of pumping, to the greatest extent possible, during that period of the year when larval fish may be present (April 1 to August 31); and
    - limit the amount of pumping, to the greatest extent possible, during the pre-dawn hours as larval drift studies indicate that this is a period of greatest daily activity.
- Screen all pump intakes with 3/32 inch mesh material.
- Approach velocities for intake structures will follow the National Marine Fisheries Service's document "Fish Screening Criteria for Anadromous Salmonids". For projects with an in-stream intake that operate in stream reaches where larval fish may be present, the approach velocity will not exceed 0.33 feet per second (ft/s).
- Report any fish impinged on the intake screen to the Service (801.975.3330) and the Utah Division of Wildlife Resources:

    Northeastern Region
    318 North Vernal Ave, Vernal, UT 84078
    Phone: (435) 781-9453

DOWNHOLE PROGRAM
CONDITIONS OF APPROVAL (COAs)

SITE SPECIFIC DOWNHOLE COAs:

- Gamma Ray Log shall be run from Total Depth to Surface.
- CBL will be run from TD to TOC3. Cement for the surface casing will be circulated to the surface.
- Cement for long-string shall be circulated 200' above surface casing shoe.

All provisions outlined in Onshore Oil & Gas Order #2 Drilling Operations shall be strictly adhered to. The following items are emphasized:

DRILLING/COMPLETION/PRODUCING OPERATING STANDARDS

- The spud date and time shall be reported orally to Vernal Field Office within 24 hours of spudding.
- Notify Vernal Field Office Supervisory Petroleum Engineering Technician at least 24 hours in advance of casing cementing operations and BOPE & casing pressure tests.
- All requirements listed in Onshore Order #2 III. E. Special Drilling Operations are applicable for air drilling of surface hole.
- Blowout prevention equipment (BOPE) shall remain in use until the well is completed or abandoned. Closing unit controls shall remain unobstructed and readily accessible at all times. Choke manifolds shall be located outside of the rig substructure.
- All BOPE components shall be inspected daily and those inspections shall be recorded in the daily drilling report. Components shall be operated and tested as required by Onshore Oil & Gas Order No. 2 to insure good mechanical working order. All BOPE pressure tests shall be performed by a test pump with a chart recorder and **NOT** by the rig pumps. Test shall be reported in the driller's log.
- BOP drills shall be initially conducted by each drilling crew within 24 hours of drilling out from under the surface casing and weekly thereafter as specified in Onshore Oil & Gas Order No. 2.
- Casing pressure tests are required before drilling out from under all casing strings set and cemented in place.
- No aggressive/fresh hard-banded drill pipe shall be used within casing.
- **Cement baskets shall not be run on surface casing.**
- The operator must report all shows of water or water-bearing sands to the BLM. If flowing water is encountered it must be sampled, analyzed, and a copy of the analyses submitted to the BLM Vernal Field Office.

- The operator must report encounters of all non oil & gas mineral resources (such as Gilsonite, tar sands, oil shale, trona, etc.) to the Vernal Field Office, in writing, within 5 working days of each encounter. Each report shall include the well name/number, well location, date and depth (from KB or GL) of encounter, vertical footage of the encounter and, the name of the person making the report (along with a telephone number) should the BLM need to obtain additional information.

- A complete set of angular deviation and directional surveys of a directional well will be submitted to the Vernal BLM office engineer within 30 days of the completion of the well.

- While actively drilling, chronologic drilling progress reports shall be filed directly with the BLM, Vernal Field Office on a weekly basis in sundry, letter format or e-mail to the Petroleum Engineers until the well is completed.

- A cement bond log (CBL) will be run from the production casing shoe to the top of cement and shall be utilized to determine the bond quality for the production casing. Submit a field copy of the CBL to this office.

- **Please submit an electronic copy of all other logs run on this well by CD (compact disc). This submission will supersede the requirement for submittal of paper logs to the BLM.**

- There shall be no deviation from the proposed drilling, completion, and/or workover program as approved. Safe drilling and operating practices must be observed. Any changes in operation must have prior approval from the BLM Vernal Field Office.

OPERATING REQUIREMENT REMINDERS:

- All wells, whether drilling, producing, suspended, or abandoned, shall be identified in accordance with 43 CFR 3162.6. There shall be a sign or marker with the name of the operator, lease serial number, well number, and surveyed description of the well.

- For information regarding production reporting, contact the Office of Natural Resources Revenue (ONRR) at www.ONRR.gov.

- Should the well be successfully completed for production, the BLM Vernal Field office must be notified when it is placed in a producing status. Such notification will be by written communication and must be received in this office by not later than the fifth business day following the date on which the well is placed on production. The notification shall provide, as a minimum, the following informational items:

    - Operator name, address, and telephone number.

    - Well name and number.

    - Well location (¼¼, Sec., Twn, Rng, and P.M.).

    - Date well was placed in a producing status (date of first production for which royalty will be paid).

    - The nature of the well's production, (i.e., crude oil, or crude oil and casing head gas, or natural gas and entrained liquid hydrocarbons).

    - The Federal or Indian lease prefix and number on which the well is located; otherwise the non-Federal or non-Indian land category, i.e., State or private.

    - Unit agreement and/or participating area name and number, if applicable.

    - Communitization agreement number, if applicable.

- Any venting or flaring of gas shall be done in accordance with Notice to Lessees (NTL) 4A and needs prior approval from the BLM Vernal Field Office.

- All undesirable events (fires, accidents, blowouts, spills, discharges) as specified in NTL 3A will be reported to the BLM, Vernal Field Office. Major events, as defined in NTL3A, shall be reported verbally within 24 hours, followed by a written report within 15 days. "Other than Major Events" will be reported in writing within 15 days. "Minor Events" will be reported on the Monthly Report of Operations and Production.

- Whether the well is completed as a dry hole or as a producer, "Well Completion and Recompletion Report and Log" (BLM Form 3160-4) shall be submitted not later than 30 days after completion of the well or after completion of operations being performed, in accordance with 43 CFR 3162.4-1. Two copies of all logs run, core descriptions, and all other surveys or data obtained and compiled during the drilling, workover, and/or completion operations, shall be filed on BLM Form 3160-4. Submit with the well completion report a geologic report including, at a minimum, formation tops, and a summary and conclusions. Also include deviation surveys, sample descriptions, strip logs, core data, drill stem test data, and results of production tests if performed. Samples (cuttings, fluid,

and/or gas) shall be submitted only when requested by the BLM, Vernal Field Office.

- All off-lease storage, off-lease measurement, or commingling on-lease or off-lease, shall have prior written approval from the BLM Vernal Field Office.

- Oil and gas meters shall be calibrated in place prior to any deliveries. The BLM Vernal Field Office Petroleum Engineers will be provided with a date and time for the initial meter calibration and all future meter proving schedules. A copy of the meter calibration reports shall be submitted to the BLM Vernal Field Office. All measurement facilities will conform to the API standards for liquid hydrocarbons and the AGA standards for natural gas measurement. All measurement points shall be identified as the point of sale or allocation for royalty purposes.

- A schematic facilities diagram as required by Onshore Oil & Gas Order No. 3 shall be submitted to the BLM Vernal Field Office within 30 days of installation or first production, whichever occurs first. All site security regulations as specified in Onshore Oil & Gas Order No. 3 shall be adhered to. All product lines entering and leaving hydrocarbon storage tanks will be effectively sealed in accordance with Onshore Oil & Gas Order No. 3.

- Any additional construction, reconstruction, or alterations of facilities, including roads, gathering lines, batteries, etc., which will result in the disturbance of new ground, shall require the filing of a suitable plan and need prior approval of the BLM Vernal Field Office. Emergency approval may be obtained orally, but such approval does not waive the written report requirement.

- No location shall be constructed or moved, no well shall be plugged, and no drilling or workover equipment shall be removed from a well to be placed in a suspended status without prior approval of the BLM Vernal Field Office. If operations are to be suspended for more than 30 days, prior approval of the BLM Vernal Field Office shall be obtained and notification given before resumption of operations.

- Pursuant to Onshore Oil & Gas Order No. 7, this is authorization for pit disposal of water produced from this well for a period of 90 days from the date of initial production. A permanent disposal method must be approved by this office and in operation prior to the end of this 90-day period. In order to meet this deadline, an application for the proposed permanent disposal method shall be submitted along with any necessary water analyses, as soon as possible, but no later than 45 days after the date of first production. Any method of disposal which has not been approved prior to the end of the authorized 90-day period will be considered as an Incident of Noncompliance and will be grounds for issuing a shut-in order until an acceptable manner for disposing of said water is provided and approved by this office.

- Unless the plugging is to take place immediately upon receipt of oral approval, the Field Office Petroleum Engineers must be notified at least 24 hours in advance of the plugging of the well, in order that a representative may witness plugging operations. If a well is suspended or abandoned, all pits must be fenced immediately until they are backfilled. The "Subsequent Report of Abandonment" (Form BLM 3160-5) must be submitted within 30 days after the actual plugging of the well bore, showing location of plugs, amount of cement in each, and amount of casing left in hole, and the current status of the surface restoration.

CONFIDENTIAL

Carol Daniels <caroldaniels@utah.gov>

NWNW 0660 FNL 0292 FWL S-10 T08S R20E

Correction to Resume of operations (DATE)

1 message

Cordell Wold <cwold@axiaenergy.com> Sat, Sep 7, 2013 at 7:42 PM
To: Cordell Wold <cwold@axiaenergy.com>, "caroldaniels@utah.gov" <caroldaniels@utah.gov>, "cctaylor@blm.gov" <cctaylor@blm.gov>, Dan Jarvis <danjarvis@utah.gov>, "richardpowell@utah.gov" <richardpowell@utah.gov>
Cc: Cindy Turner <cturner@axiaenergy.com>, Jess Peonio <jpeonio@axiaenergy.com>, Bryce Holder <bholder@axiaenergy.com>, klbascom <klbascom@ubtanet.com>, Ray Meeks <ray.meeks_bmg@hotmail.com>

ProPetro is moving onto the Three Rivers Federal 9-41-820 (API #430475355600) on 09/07/2013 to drill and be setting surface casing on 09/08/2013.

Any Questions;

Cordell Wold

Axia Energy

701-570-5540

RECEIVED
SEP 07 2013
DIV. OF OIL, GAS & MINING

Sundry Number: 41927 API Well Number: 43047535560000

FEDERAL APPROVAL OF THIS ACTION IS NECESSARY

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS, AND MINING

FORM 9

5.LEASE DESIGNATION AND SERIAL NUMBER: UTU-85994

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

7.UNIT or CA AGREEMENT NAME:

1. TYPE OF WELL
Oil Well

8. WELL NAME and NUMBER:
Three Rivers Federal 9-41-820

2. NAME OF OPERATOR:
AXIA ENERGY LLC

9. API NUMBER:
43047535560000

3. ADDRESS OF OPERATOR:
1430 Larimer Ste 400 , Denver, CO, 80202

PHONE NUMBER:
720 746-5200 Ext

9. FIELD and POOL or WILDCAT:
UNDESIGNATED

4. LOCATION OF WELL
FOOTAGES AT SURFACE:
0660 FNL 0292 FWL
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:
Qtr/Qtr: NWNW Section: 10 Township: 08.0S Range: 20.0E Meridian: S

COUNTY:
UINTAH

STATE:
UTAH

11.
CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
✓ NOTICE OF INTENT Approximate date work will start: 9/15/2013	☐ ACIDIZE	☐ ALTER CASING	☐ CASING REPAIR
	✓ CHANGE TO PREVIOUS PLANS	☐ CHANGE TUBING	☐ CHANGE WELL NAME
	☐ CHANGE WELL STATUS	☐ COMMINGLE PRODUCING FORMATIONS	☐ CONVERT WELL TYPE
☐ SUBSEQUENT REPORT Date of Work Completion:	☐ DEEPEN	☐ FRACTURE TREAT	☐ NEW CONSTRUCTION
	☐ OPERATOR CHANGE	☐ PLUG AND ABANDON	☐ PLUG BACK
	☐ PRODUCTION START OR RESUME	☐ RECLAMATION OF WELL SITE	☐ RECOMPLETE DIFFERENT FORMATION
☐ SPUD REPORT Date of Spud:	☐ REPERFORATE CURRENT FORMATION	☐ SIDETRACK TO REPAIR WELL	☐ TEMPORARY ABANDON
	☐ TUBING REPAIR	☐ VENT OR FLARE	☐ WATER DISPOSAL
☐ DRILLING REPORT Report Date:	☐ WATER SHUTOFF	☐ SI TA STATUS EXTENSION	☐ APD EXTENSION
	☐ WILDCAT WELL DETERMINATION	☐ OTHER	OTHER:

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

Axia Energy, LLC. respectfully requests your permission to change the following: Surface Casing - FROM: 8.625" 32.00# J-55 STC TO: 8.625" 24.00# J-55 STC. Production Casing - FROM: 5.5" 17.00# N-80 LTC TO: 5.5" 17.00# J-55 LTC. Cement requirements will be followed per the approved APD.

Accepted by the Utah Division of Oil, Gas and Mining

Date: October 04, 2013

By: Dark K Quist

NAME (PLEASE PRINT)	PHONE NUMBER	TITLE
Cindy Turner	720 746-5209	Project Manager
SIGNATURE		**DATE**
N/A		9/3/2013

RECEIVED: Sep. 03, 2013

Sundry Number: 42519 API Well Number: 43047535560000

FEDERAL APPROVAL OF THIS ACTION IS NECESSARY

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS, AND MINING

FORM 9

5.LEASE DESIGNATION AND SERIAL NUMBER: UTU-85994

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

7.UNIT or CA AGREEMENT NAME:

1. TYPE OF WELL
Oil Well

8. WELL NAME and NUMBER:
Three Rivers Federal 9-41-820

2. NAME OF OPERATOR:
AXIA ENERGY LLC

9. API NUMBER:
43047535560000

3. ADDRESS OF OPERATOR:
1430 Larimer Ste 400 , Denver, CO, 80202

PHONE NUMBER:
720 746-5200 Ext

9. FIELD and POOL or WILDCAT:
UNDESIGNATED

4. LOCATION OF WELL
FOOTAGES AT SURFACE:
0660 FNL 0292 FWL
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:
Qtr/Qtr: NWNW Section: 10 Township: 08.0S Range: 20.0E Meridian: S

COUNTY:
UINTAH

STATE:
UTAH

11.
CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
✓ NOTICE OF INTENT Approximate date work will start: 10/1/2013	☐ ACIDIZE	☐ ALTER CASING	☐ CASING REPAIR
	☐ CHANGE TO PREVIOUS PLANS	☐ CHANGE TUBING	☐ CHANGE WELL NAME
	☐ CHANGE WELL STATUS	☐ COMMINGLE PRODUCING FORMATIONS	☐ CONVERT WELL TYPE
☐ SUBSEQUENT REPORT Date of Work Completion:	☐ DEEPEN	☐ FRACTURE TREAT	☐ NEW CONSTRUCTION
	☐ OPERATOR CHANGE	☐ PLUG AND ABANDON	☐ PLUG BACK
	☐ PRODUCTION START OR RESUME	☐ RECLAMATION OF WELL SITE	☐ RECOMPLETE DIFFERENT FORMATION
☐ SPUD REPORT Date of Spud:	☐ REPERFORATE CURRENT FORMATION	☐ SIDETRACK TO REPAIR WELL	☐ TEMPORARY ABANDON
	☐ TUBING REPAIR	☐ VENT OR FLARE	☐ WATER DISPOSAL
☐ DRILLING REPORT Report Date:	☐ WATER SHUTOFF	☐ SI TA STATUS EXTENSION	☐ APD EXTENSION
	☐ WILDCAT WELL DETERMINATION	✓ OTHER	OTHER: Central Tank Facility

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

NEW CENTRAL TANK FACILITY: Three Rivers CTB Fed UTU-85994 See Attached for Proposal and Allocation Diagram

Accepted by the Utah Division of Oil, Gas and Mining

Date: October 08, 2013

By: Dark K Quist

NAME (PLEASE PRINT)	PHONE NUMBER	TITLE
Cindy Turner	720 746-5209	Project Manager
SIGNATURE		**DATE**
N/A		9/11/2013

RECEIVED: Sep. 11, 2013

AXIA THREE RIVERS CENTRAL TANK FACILITY

Axia Energy, LLC submits the following documentation as follow-up to verbal and email approval to commingle certain wells with common interests per attached diagram.

Allocation Proposal:
Each well that comes on will be set-up and plumbed individually with (2) 500 bbl oil tanks and (1) 500 bbl water tank for each producing well.

When production on a well basis exceeds current individual well storage, production would be gauged and an internal run ticket would be generated. The oil would then be shipped to the centralized tank facilities per attached allocation diagram.

Oil Sales from Centralized Storage Facility would be allocated back to the applicable well on a first in-first out basis and quantity would be based on the run ticket generated when the oil is sold to oil purchaser.

Proposed centralized storage facilities are set up by State or Federal lease number, or in the case of Fee wells, by common interest.

Reporting Requirements:

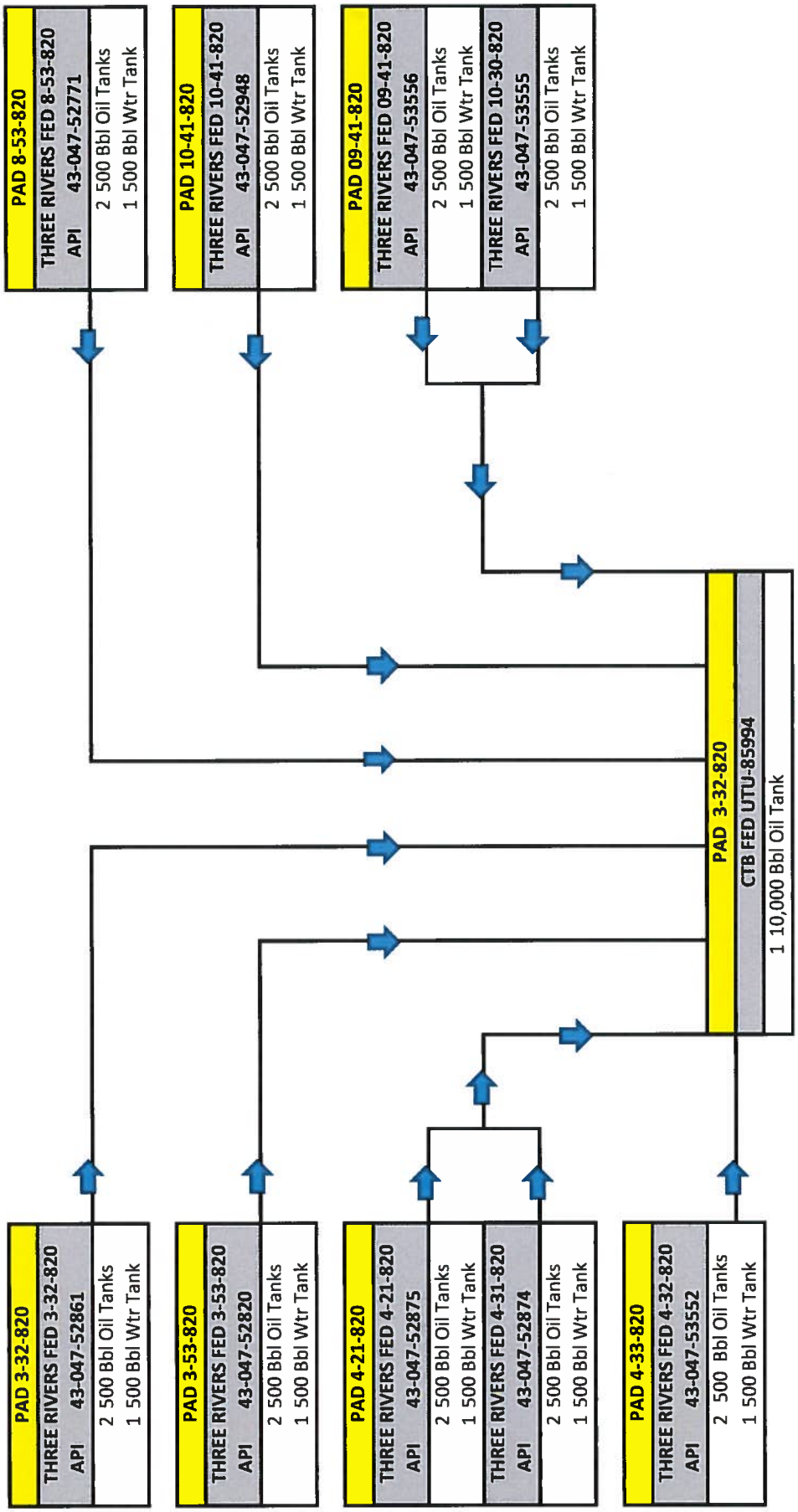
- When oil is transferred to the central tank battery from a well location, the volume will appear on Form 11 (Monthly Disposition Report) as transported volume for the applicable entity location.
- A Form 12 (Transfer of Oil) for the volume going to the CTB will be prepared with any applicable internal run tickets attached.

EFFECTIVE DATE: October 1, 2013

NAME: THREE RIVERS CTB FED UTU-85994

DESC: THREE RIVERS FED WELLS IN SEC 3, 4, 8 & 10 OF TWNSHP 8S-RNG 20E THAT CAN FLOW TO CENTRAL TANK BATTERY
BASED ON COMMON INTEREST/LEASE NO

LEASE: FED UTU-85994



When well tanks get full and we are unable to sell, we would move the oil to the central facility for storage/sales using an internal run ticket. Sales from the Central Tank Battery would be allocated back to the wells on a first in - first out basis.

CONFIDENTIAL

NWNW S-10 T08S R20E 43047533556

Axia's Three River Federal 9-41-820

Ray Meeks <ray.meeks_bmg@hotmail.com> Sun, Sep 29, 2013 at 9:02 AM
To: "cctaylor@blm.gov" <cctaylor@blm.gov>, "caroldaniels@utah.gov" <caroldaniels@utah.gov>, "richardpowell@utah.gov" <richardpowell@utah.gov>, "danjarvis@utah.gov" <danjarvis@utah.gov>
Cc: "cwold@axiaenergy.com" <cwold@axiaenergy.com>

We will be moving onto and resuming operations on Axia's Three River Federal 9-41-820 on 9/30/2013. We will rig up, nipple up BOP and test.API# 43-047-53556. Any questions please call me Ray Meeks, 435-828-5550.
Capstar rig 321

RECEIVED
SEP 2 9 2013
DIV. OF OIL, GAS & MINING

CONFIDENTIAL

NWNW S-10 T08S R20E 43047535556

Capstar 321, Axia Energy, Three Rivers Fed 9-41-820 Prod casing/Cement

klbascom <klbascom@ubtanet.com> Sun, Oct 6, 2013 at 11:12 AM
To: Carol Daniels <caroldaniels@utah.gov>, Dan Jarvis <danjarvis@utah.gov>, Richard Powell <richardpowell@utah.gov>, Cade Taylor <cctaylor@blm.gov>
Cc: Cordell Wold <cwold@axiaenergy.com>, jpeonio@axiaenergy.com, cturner@axiaenergy.com, Bryce Holder <bholder@axiaenergy.com>, Ray Meeks <ray.meeks_bmg@hotmail.com>

Capstar 321 reached Production TD 7080', 10/6/13 @ 10:00 on Axia Energy's Three Rivers 9-41-820, API# 43-047-53556, plan to run & cement 5.5" production casing Monday 10/7/13. Any questions contact Kenny Bascom @ 435-828-0697.
Thank You
Kenny Bascom

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS, AND MINING

FORM 9

5.LEASE DESIGNATION AND SERIAL NUMBER: UTU-85994

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

7.UNIT or CA AGREEMENT NAME:

1. TYPE OF WELL
Oil Well

8. WELL NAME and NUMBER:
Three Rivers Federal 9-41-820

2. NAME OF OPERATOR:
AXIA ENERGY LLC

9. API NUMBER:
43047535560000

3. ADDRESS OF OPERATOR:
1430 Larimer Ste 400 , Denver, CO, 80202

PHONE NUMBER:
720 746-5200 Ext

9. FIELD and POOL or WILDCAT:
UNDESIGNATED

4. LOCATION OF WELL
FOOTAGES AT SURFACE:
0660 FNL 0292 FWL
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:
Qtr/Qtr: NWNW Section: 10 Township: 08.0S Range: 20.0E Meridian: S

COUNTY:
UINTAH

STATE:
UTAH

11.
CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
☐ NOTICE OF INTENT Approximate date work will start:	☐ ACIDIZE	☐ ALTER CASING	☐ CASING REPAIR
☐ SUBSEQUENT REPORT Date of Work Completion:	☐ CHANGE TO PREVIOUS PLANS	☐ CHANGE TUBING	☐ CHANGE WELL NAME
☑ SPUD REPORT Date of Spud: 9/6/2013	☐ CHANGE WELL STATUS	☐ COMMINGLE PRODUCING FORMATIONS	☐ CONVERT WELL TYPE
☐ DRILLING REPORT Report Date:	☐ DEEPEN	☐ FRACTURE TREAT	☐ NEW CONSTRUCTION
	☐ OPERATOR CHANGE	☐ PLUG AND ABANDON	☐ PLUG BACK
	☐ PRODUCTION START OR RESUME	☐ RECLAMATION OF WELL SITE	☐ RECOMPLETE DIFFERENT FORMATION
	☐ REPERFORATE CURRENT FORMATION	☐ SIDETRACK TO REPAIR WELL	☐ TEMPORARY ABANDON
	☐ TUBING REPAIR	☐ VENT OR FLARE	☐ WATER DISPOSAL
	☐ WATER SHUTOFF	☐ SI TA STATUS EXTENSION	☐ APD EXTENSION
	☐ WILDCAT WELL DETERMINATION	☐ OTHER	OTHER:

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

MIRU Pete Martin. Spud 09/06/13. Drilled to 120' and set 16" conductor casing. Cemented to surface. Release Pete Martin conductor rig.

Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY
November 25, 2013

NAME (PLEASE PRINT)	PHONE NUMBER	TITLE
Cindy Turner	720 746-5209	Project Manager
SIGNATURE		**DATE**
N/A		11/24/2013

RECEIVED: Nov. 24, 2013

Sundry Number: 45260 API Well Number: 43047535560000

FEDERAL APPROVAL OF THIS ACTION IS NECESSARY

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS, AND MINING

FORM 9

5.LEASE DESIGNATION AND SERIAL NUMBER:
UTU-85994

SUNDRY NOTICES AND REPORTS ON WELLS

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6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

7.UNIT or CA AGREEMENT NAME:

1. TYPE OF WELL
Oil Well

8. WELL NAME and NUMBER:
Three Rivers Federal 9-41-820

2. NAME OF OPERATOR:
AXIA ENERGY LLC

9. API NUMBER:
43047535560000

3. ADDRESS OF OPERATOR:
1430 Larimer Ste 400 , Denver, CO, 80202

PHONE NUMBER:
720 746-5200 Ext

9. FIELD and POOL or WILDCAT:
UNDESIGNATED

4. LOCATION OF WELL
FOOTAGES AT SURFACE:
0660 FNL 0292 FWL
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:
Qtr/Qtr: NWNW Section: 10 Township: 08.0S Range: 20.0E Meridian: S

COUNTY:
UINTAH

STATE:
UTAH

11.
CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
☐ NOTICE OF INTENT Approximate date work will start:	☐ ACIDIZE	☐ ALTER CASING	☐ CASING REPAIR
☑ SUBSEQUENT REPORT Date of Work Completion: 11/21/2013	☑ CHANGE TO PREVIOUS PLANS	☐ CHANGE TUBING	☐ CHANGE WELL NAME
	☐ CHANGE WELL STATUS	☐ COMMINGLE PRODUCING FORMATIONS	☐ CONVERT WELL TYPE
	☐ DEEPEN	☐ FRACTURE TREAT	☐ NEW CONSTRUCTION
	☐ OPERATOR CHANGE	☐ PLUG AND ABANDON	☐ PLUG BACK
☐ SPUD REPORT Date of Spud:	☐ PRODUCTION START OR RESUME	☐ RECLAMATION OF WELL SITE	☐ RECOMPLETE DIFFERENT FORMATION
	☐ REPERFORATE CURRENT FORMATION	☐ SIDETRACK TO REPAIR WELL	☐ TEMPORARY ABANDON
	☐ TUBING REPAIR	☐ VENT OR FLARE	☐ WATER DISPOSAL
☐ DRILLING REPORT Report Date:	☐ WATER SHUTOFF	☐ SI TA STATUS EXTENSION	☐ APD EXTENSION
	☐ WILDCAT WELL DETERMINATION	☐ OTHER	OTHER:

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

APD was approved on 02-26-13 as a Wasatch completion. However, there was a change in plans and we request your approval for a GREEN RIVER Completion. Bottom Perf = 6,660' Top of Wasatch = 6,664' Please update Entity Action Number 19170 to GRRV.

Accepted by the Utah Division of Oil, Gas and Mining

Date: December 30, 2013

By: Dark K Quist

NAME (PLEASE PRINT)	PHONE NUMBER	TITLE
Cindy Turner	720 746-5209	Project Manager
SIGNATURE		**DATE**
N/A		11/24/2013

RECEIVED: Nov. 24, 2013

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS, AND MINING

FORM 9

5.LEASE DESIGNATION AND SERIAL NUMBER: UTU-85994

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

7.UNIT or CA AGREEMENT NAME:

1. TYPE OF WELL
Oil Well

8. WELL NAME and NUMBER:
Three Rivers Federal 9-41-820

2. NAME OF OPERATOR:
AXIA ENERGY LLC

9. API NUMBER:
43047535560000

3. ADDRESS OF OPERATOR:
1430 Larimer Ste 400 , Denver, CO, 80202

PHONE NUMBER:
720 746-5200 Ext

9. FIELD and POOL or WILDCAT:
UNDESIGNATED

4. LOCATION OF WELL
FOOTAGES AT SURFACE:
0660 FNL 0292 FWL
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:
Qtr/Qtr: NWNW Section: 10 Township: 08.0S Range: 20.0E Meridian: S

COUNTY:
UINTAH

STATE:
UTAH

11.
CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
☐ NOTICE OF INTENT Approximate date work will start:	☐ ACIDIZE	☐ ALTER CASING	☐ CASING REPAIR
☑ SUBSEQUENT REPORT Date of Work Completion: 12/10/2013	☐ CHANGE TO PREVIOUS PLANS	☐ CHANGE TUBING	☐ CHANGE WELL NAME
☐ SPUD REPORT Date of Spud:	☐ CHANGE WELL STATUS	☐ COMMINGLE PRODUCING FORMATIONS	☐ CONVERT WELL TYPE
☐ DRILLING REPORT Report Date:	☐ DEEPEN	☐ FRACTURE TREAT	☐ NEW CONSTRUCTION
	☐ OPERATOR CHANGE	☐ PLUG AND ABANDON	☐ PLUG BACK
	☐ PRODUCTION START OR RESUME	☐ RECLAMATION OF WELL SITE	☐ RECOMPLETE DIFFERENT FORMATION
	☐ REPERFORATE CURRENT FORMATION	☐ SIDETRACK TO REPAIR WELL	☐ TEMPORARY ABANDON
	☐ TUBING REPAIR	☐ VENT OR FLARE	☐ WATER DISPOSAL
	☐ WATER SHUTOFF	☐ SI TA STATUS EXTENSION	☐ APD EXTENSION
	☐ WILDCAT WELL DETERMINATION	☑ OTHER	OTHER: Spill reporting: minor undesi

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

Please see attached

Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY
January 09, 2014

NAME (PLEASE PRINT)	PHONE NUMBER	TITLE
Cindy Turner	720 746-5209	Project Manager
SIGNATURE		**DATE**
N/A		12/12/2013

RECEIVED: Dec. 12, 2013

Per R649-3-32 – Reporting of Undesirable Events, please see the below information.

Well:	Three Rivers Fed #9-41-820 – API# 43-047-53556
Location:	NWNW Section 9, T8S/R20E – Uintah County, UT
Date of Release:	12/10/13
Time of Release:	+/- 4:30 PM
Volume and Type:	175 barrels of produced oil – 100% contained within tank containment, therefore classified as minor undesirable event.
Cause:	Human error – while loading out/transferring produced oil from produced oil tank, driver inadvertently unscrewed/dislodged the valve from the production tank.
Description of Damage:	Oil leaked from production tank inside of the tank containment berm. Oil solidified and did not penetrate more than 1-2” of soil.
Action Taken:	Valve was re-installed to eliminate the release. All oil and contaminated soil was immediately cleaned up.
Time for Control of Release:	10 minutes – release was contained inside tank berm.
Time for Clean-up:	Entire release was completely remediated and cleaned up within +/- 2 hours immediately following the incident.

Please contact Jess Peonio at (720) 746-5212 should you have additional questions or concerns regarding the incident.

RECEIVED: Dec. 12, 2013

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

Request to Transfer Application or Permit to Drill

(This form should accompany a Sundry Notice, Form 9, requesting APD transfer)

Well name:	See Attached List
API number:	
Location:	Qtr-Qtr: Section: Township: Range:
Company that filed original application:	Don Hamilton - Star Point Enterprises for Axia Energy, LLC
Date original permit was issued:	
Company that permit was issued to:	Axia Energy, LLC

Check one	Desired Action:
	Transfer pending (unapproved) Application for Permit to Drill to new operator
	The undersigned as owner with legal rights to drill on the property, hereby verifies that the information as submitted in the pending Application for Permit to Drill, remains valid and does not require revision. The new owner of the application accepts and agrees to the information and procedures as stated in the application.
✓	**Transfer approved Application for Permit to Drill to new operator**
	The undersigned as owner with legal rights to drill on the property as permitted, hereby verifies that the information as submitted in the previously approved application to drill, remains valid and does not require revision.

Following is a checklist of some items related to the application, which should be verified.	Yes	No
If located on private land, has the ownership changed?		✓
If so, has the surface agreement been updated?		✓
Have any wells been drilled in the vicinity of the proposed well which would affect the spacing or siting requirements for this location?		✓
Have there been any unit or other agreements put in place that could affect the permitting or operation of this proposed well?		✓
Have there been any changes to the access route including ownership or right-of-way, which could affect the proposed location?		✓
Has the approved source of water for drilling changed?		✓
Have there been any physical changes to the surface location or access route which will require a change in plans from what was discussed at the onsite evaluation?		✓
Is bonding still in place, which covers this proposed well? Bond No. _____		✓

Any desired or necessary changes to either a pending or approved Application for Permit to Drill that is being transferred, should be filed on a Sundry Notice, Form 9, or amended Application for Permit to Drill, Form 3, as appropriate, with necessary supporting information as required.

RECEIVED
DEC 16 2013
DIV. OF OIL, GAS & MINING

Name (please print) Mary Sharon Balakas Title Attorney in Fact

Signature Mary Sharon Balakas Date 12/11/13

Representing (company name) Ultra Resources

The person signing this form must have legal authority to represent the company or individual(s) to be listed as the new operator on the Application for Permit to Drill.

(3/2004)

Division of Oil, Gas and Mining

OPERATOR CHANGE WORKSHEET (for state use only)

ROUTING
CDW

X - Change of Operator (Well Sold) Operator Name Change/Merger

The operator of the well(s) listed below has changed, effective: **10/1/2013**

FROM: (Old Operator):	**TO:** (New Operator):
N3765-Axia Energy, LLC	N4045-Ultra Resources, Inc.
1430 Larimer Street, Suite 400	304 Inverness Way South, Suite 295
Denver, CO 80202	Englewood, CO 80112
Phone: 1 (720) 746-5200	Phone: 1 (303) 645-9810

CA No. **Unit:** N/A

WELL NAME	SEC	TWN	RNG	API NO	ENTITY NO	LEASE TYPE	WELL TYPE	WELL STATUS
See Attached List								

OPERATOR CHANGES DOCUMENTATION

Enter date after each listed item is completed

1. (R649-8-10) Sundry or legal documentation was received from the **FORMER** operator on: 12/16/2013
2. (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 12/16/2013
3. The new company was checked on the **Department of Commerce, Division of Corporations Database on:** 1/14/2014
4a. Is the new operator registered in the State of Utah: _____ Business Number: 8861713-0143
5a. (R649-9-2)Waste Management Plan has been received on: N/A
5b. Inspections of LA PA state/fee well sites complete on: N/A
5c. Reports current for Production/Disposition & Sundries on: 1/14/2014
6. **Federal and Indian Lease Wells:** The BLM and or the BIA has approved the merger, name change, or operator change for all wells listed on Federal or Indian leases on: BLM Not Yet BIA
7. **Federal and Indian Units:**
   The BLM or BIA has approved the successor of unit operator for wells listed on: N/A
8. **Federal and Indian Communization Agreements ("CA"):**
   The BLM or BIA has approved the operator for all wells listed within a CA on: N/A
9. **Underground Injection Control ("UIC")** Division has approved UIC Form 5 Transfer of Authority to **Inject,** for the enhanced/secondary recovery unit/project for the water disposal well(s) listed on: N/A

DATA ENTRY:

1. Changes entered in the **Oil and Gas Database on:** 1/14/2014
2. Changes have been entered on the **Monthly Operator Change Spread Sheet on:** 1/14/2014
3. Bond information entered in RBDMS on: 1/14/2014
4. Fee/State wells attached to bond in RBDMS on: 1/14/2014
5. Injection Projects to new operator in RBDMS on: N/A
6. Receipt of Acceptance of Drilling Procedures for APD/New on: 1/14/2014
7. Surface Agreement Sundry from **NEW** operator on Fee Surface wells received on: Yes

BOND VERIFICATION:

1. Federal well(s) covered by Bond Number: 22046400
2. Indian well(s) covered by Bond Number: 22046400
3a. (R649-3-1) The **NEW** operator of any state/fee well(s) listed covered by Bond Number 22046398
3b. The **FORMER** operator has requested a release of liability from their bond on: Not Yet

LEASE INTEREST OWNER NOTIFICATION:

4. (R649-2-10) The **NEW** operator of the fee wells has been contacted and informed by a letter from the Division of their responsibility to notify all interest owners of this change on: 1/14/2014

COMMENTS:

Axia Energy, LLC (N3765) to Ultra Resources, Inc. (N4045) Effective 10/1/2013

Well Name	Sec	TWN	RNG	API Number	Entity	Mineral Lease	Well Type	Well Status
THREE RIVERS 2-41-820	2	080S	200E	4304752686		State	OW	APD
THREE RIVERS 2-25-820	2	080S	200E	4304752690		State	OW	APD
THREE RIVERS 36-21-720	36	070S	200E	4304752698		State	OW	APD
THREE RIVERS 36-13-720	36	070S	200E	4304752699		State	OW	APD
THREE RIVERS FEDERAL 3-54-82(	3	080S	200E	4304752860		Federal	OW	APD
THREE RIVERS FEDERAL 3-33-82(	3	080S	200E	4304752864		Federal	OW	APD
THREE RIVERS FED 35-34-720	35	070S	200E	4304753006		Federal	OW	APD
THREE RIVERS FED 35-42-720	35	070S	200E	4304753007		Federal	OW	APD
THREE RIVERS FED 35-44-720	35	070S	200E	4304753008		Federal	OW	APD
Three Rivers 2-32-820	2	080S	200E	4304753274		State	OW	APD
Three Rivers 18-21-821	18	080S	210E	4304753276		Fee	OW	APD
Three Rivers 18-31-821	18	080S	210E	4304753277		Fee	OW	APD
Three Rivers 27-34-720	34	070S	200E	4304753278		Fee	OW	APD
Three Rivers 34-31T-720	34	070S	200E	4304753281		Fee	OW	APD
Three Rivers Federal 35-14-720	35	070S	200E	4304753553		Federal	OW	APD
Three Rivers Federal 35-13-720	35	070S	200E	4304753554		Federal	OW	APD
Three Rivers 7-34-821	7	080S	210E	4304753558		Fee	OW	APD
Three Rivers 7-23-821	7	080S	210E	4304753559		Fee	OW	APD
Three Rivers 7-21-821	7	080S	210E	4304753560		Fee	OW	APD
Three Rivers 7-22-821	7	080S	210E	4304753561		Fee	OW	APD
Three Rivers 7-12-821	7	080S	210E	4304753562		Fee	OW	APD
Three Rivers 18-22-821	18	080S	210E	4304753620		Fee	OW	APD
Three Rivers 18-32-821	18	080S	210E	4304753621		Fee	OW	APD
Three Rivers D	16	080S	200E	4304753702		State	WD	APD
Three Rivers Federal 4-41-820	4	080S	200E	4304753911		Federal	OW	APD
Three Rivers Federal 4-42-820	4	080S	200E	4304753913		Federal	OW	APD
Three Rivers Federal 3-12-820	4	080S	200E	4304753914		Federal	OW	APD
Three Rivers Federal 34-42-720	35	070S	200E	4304753915		Federal	OW	APD
Three Rivers Federal 34-43-720	35	070S	200E	4304753916		Federal	OW	APD
Three Rivers Federal 35-12-720	35	070S	200E	4304753917		Federal	OW	APD
Three Rivers Federal 35-43-720	35	070S	200E	4304753918		Federal	OW	APD
Three Rivers Federal 35-442-720	35	070S	200E	4304753919		Federal	OW	APD
Three Rivers Federal 35-21-720	35	070S	200E	4304753943		Federal	OW	APD
Three Rivers Federal 35-11-720	35	070S	200E	4304753944		Federal	OW	APD
Three Rivers 2-24-820	2	080S	200E	4304753945		State	OW	APD
Three Rivers 2-223-820	2	080S	200E	4304753946		State	OW	APD
Three Rivers 2-21-820	2	080S	200E	4304753947		State	OW	APD
Three Rivers 2-22-820	2	080S	200E	4304753948		State	OW	APD
Three Rivers 32-42-720	32	070S	200E	4304753949		Fee	OW	APD
Three Rivers Federal 3-13-820	3	080S	200E	4304753951		Federal	OW	APD
Three Rivers Federal 3-14-820	3	080S	200E	4304753952		Federal	OW	APD
Three Rivers Federal 3-23-820	3	080S	200E	4304753953		Federal	OW	APD
Three Rivers Federal 3-24-820	3	080S	200E	4304753954		Federal	OW	APD
Three Rivers 4-13-820	5	080S	200E	4304753956		Federal	OW	APD
Three Rivers Federal 5-43-820	5	080S	200E	4304753957		Federal	OW	APD
Three Rivers Federal 5-42-820	5	080S	200E	4304753958		Federal	OW	APD
Three Rivers Federal 5-11-820	5	080S	200E	4304754204		Federal	OW	APD
Three Rivers Federal 5-21-820	5	080S	200E	4304754205		Federal	OW	APD
Three Rivers Federal 8-31-820	8	080S	200E	4304754211		Federal	OW	APD
Three Rivers Federal 8-41-820	8	080S	200E	4304754212		Federal	OW	APD
Three Rivers Federal 3-34-820	3	080S	200E	4304754213		Federal	OW	APD
Three Rivers Federal 3-44-820	3	080S	200E	4304754214		Federal	OW	APD
THREE RIVERS 32-34-720	32	070S	200E	4304752735	19249	Fee	OW	DRL
THREE RIVERS FEDERAL 8-52-82(	8	080S	200E	4304752770	19156	Federal	OW	DRL
THREE RIVERS 4-14-820	5	080S	200E	4304752863	19183	Fee	OW	DRL
THREE RIVERS FED 10-42-820	10	080S	200E	4304752949	19310	Federal	OW	DRL
THREE RIVERS FED 3-11-820	34	070S	200E	4304752950	19184	Federal	OW	DRL
Three Rivers 16-21-820	16	080S	200E	4304753229	19024	State	OW	DRL
Three Rivers 16-22-820	16	080S	200E	4304753230	18961	State	OW	DRL

Three Rivers Federal 34-35-720	34	070S	200E	4304753282	19287	Federal	OW	DRL
Three Rivers Federal 34-25-720	34	070S	200E	4304753283	19288	Federal	OW	DRL
Three Rivers Federal 10-32-820	10	080S	200E	4304753415	19275	Federal	OW	DRL
Three Rivers Federal 10-31-820	10	080S	200E	4304753437	19276	Federal	OW	DRL
Three Rivers 16-34-820	16	080S	200E	4304753472	19278	State	OW	DRL
Three Rivers 16-44-820	16	080S	200E	4304753473	19268	State	OW	DRL
Three Rivers 16-11-820	16	080S	200E	4304753474	19262	State	OW	DRL
Three Rivers 16-12-820	16	080S	200E	4304753475	19263	State	OW	DRL
Three Rivers 16-32-820	16	080S	200E	4304753494	19185	State	OW	DRL
Three Rivers 16-31-820	16	080S	200E	4304753495	19269	State	OW	DRL
Three Rivers 16-33-820	16	080S	200E	4304753496	19161	State	OW	DRL
THREE RIVERS FED 10-30-820	10	080S	200E	4304753555	19169	Federal	OW	DRL
Three Rivers Federal 9-41-820	10	080S	200E	4304753556	19170	Federal	OW	DRL
Three Rivers Federal 33-13-720	33	070S	200E	4304753723	19222	Federal	OW	DRL
Three Rivers Federal 33-12-720	33	070S	200E	4304753724	19250	Federal	OW	DRL
Three Rivers 32-3333-720	32	070S	200E	4304753950	19251	Fee	OW	DRL
THREE RIVERS 36-11-720	36	070S	200E	4304751915	18355	State	OW	P
THREE RIVERS 2-11-820	2	080S	200E	4304751936	18354	State	OW	P
THREE RIVERS 34-31-720	34	070S	200E	4304752012	18326	Fee	OW	P
THREE RIVERS 16-42-820	16	080S	200E	4304752056	18682	State	OW	P
THREE RIVERS 16-43-820	16	080S	200E	4304752057	18683	State	OW	P
THREE RIVERS 16-41-820	16	080S	200E	4304752110	18356	State	OW	P
THREE RIVERS 2-51-820	2	080S	200E	4304752685	18941	State	OW	P
THREE RIVERS 2-13-820	2	080S	200E	4304752687	19014	State	OW	P
THREE RIVERS 2-23-820	2	080S	200E	4304752688	19015	State	OW	P
THREE RIVERS 2-15-820	2	080S	200E	4304752689	18770	State	OW	P
THREE RIVERS 36-31-720	36	070S	200E	4304752697	19086	State	OW	P
THREE RIVERS 32-25-720	32	070S	200E	4304752718	19033	Fee	OW	P
THREE RIVERS 36-23-720	36	070S	200E	4304752733	18769	State	OW	P
THREE RIVERS 32-33-720	32	070S	200E	4304752734	19016	Fee	OW	P
THREE RIVERS 32-15-720	32	070S	200E	4304752736	18767	Fee	OW	P
THREE RIVERS 32-35-720	32	070S	200E	4304752737	18766	Fee	OW	P
THREE RIVERS FEDERAL 8-53-820	8	080S	200E	4304752771	18992	Federal	OW	P
THREE RIVERS FEDERAL 3-53-820	3	080S	200E	4304752820	19104	Federal	OW	P
THREE RIVERS FEDERAL 3-32-820	3	080S	200E	4304752861	18942	Federal	OW	P
THREE RIVERS FEDERAL 5-56-820	5	080S	200E	4304752862	18993	Federal	OW	P
THREE RIVERS FED 4-31-820	4	080S	200E	4304752874	19023	Federal	OW	P
THREE RIVERS 4-21-820	4	080S	200E	4304752875	19048	Federal	OW	P
THREE RIVERS FED 34-23-720	34	070S	200E	4304752945	19049	Federal	OW	P
THREE RIVERS FED 34-33-720	34	070S	200E	4304752947	19050	Federal	OW	P
THREE RIVERS FED 10-41-820	10	080S	200E	4304752948	19137	Federal	OW	P
THREE RIVERS FED 34-15-720	34	070S	200E	4304752965	18960	Federal	OW	P
THREE RIVERS FED 35-32-720	35	070S	200E	4304753005	19138	Federal	OW	P
Three Rivers 16-23-820	16	080S	200E	4304753231	19037	State	OW	P
Three Rivers 16-24-820	16	080S	200E	4304753232	19038	State	OW	P
Three Rivers 2-33-820	2	080S	200E	4304753273	18943	State	OW	P
Three Rivers 4-33-820	4	080S	200E	4304753528	19167	Fee	OW	P
Three Rivers Federal 33-14-720	33	070S	200E	4304753551	19107	Federal	OW	P
Three Rivers Federal 4-32-820	4	080S	200E	4304753552	19168	Federal	OW	P
Three Rivers Federal 33-24-720	33	070S	200E	4304753557	19108	Federal	OW	P
Three Rivers 32-334-720	32	070S	200E	4304753710	19067	Fee	OW	P
Three Rivers 5-31-820	32	070S	200E	4304753711	19068	Fee	OW	P
Three Rivers Federal 33-11-720	32	070S	200E	4304753733	19109	Federal	OW	P
Three Rivers 32-32-720	32	070S	200E	4304753734	19087	Fee	OW	P
Three Rivers 32-333-720	32	070S	200E	4304753735	19088	Fee	OW	P

Ultra Resources, Inc.

ULTRA PETROLEUM

December 13, 2013

Division of Oil, Gas, and Mining
1594 West North Temple
Salt Lake City, UT 84116
Attn: Rachel Medina

Re: Transfer of Operator
Three Rivers Project Area
Uintah County, Utah

Dear Ms. Medina:

Pursuant to Purchase and Sale Agreement dated effective October 1, 2013 Ultra Resources, Inc. ("Ultra") assumed the operations of Axia Energy, LLC ("Axia") in the Three Rivers Area, Uintah County, Utah.

Accordingly, Ultra is submitting the following documents for your review and approval:

1) Request to Transfer Application or Permit to Drill for New, APD Approved & Drilled Wells
2) Request to Transfer Application or Permit to Drill – APD Pending
3) Two Completed Sundry Notice and Reports on Wells Form 9 regarding Change of Operator executed by Ultra Resources, Inc. and Axia Energy, LLC
4) Statewide Surety Bond in the amount of $120,000

As to all wells located on Fee Surface there are surface agreements in place. Ultra presently does not anticipate making any change in the drilling plans submitted by Axia.

Ultra has also submitted a Statewide Bond to the Bureau of Land Management. As soon as we receive the acknowledgement and approval by the BLM we will forward same to you for your files. A copy of our transfer letter and bond is attached for your reference.

Should you need any further information at this time, please call me direct at (303) 645-9865 or email msbalakas@ultrapetroleum.com.

Sincerely,

Mary Sharon Balakas, CPL
Director of Land

cc: Cindy Turner, Axia Energy, LLC

304 Inverness Way South, Suite 295, Englewood, CO 80112
Telephone 303-708-9740 Facsimile 303-708-9748

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

5. LEASE DESIGNATION AND SERIAL NUMBER: See Attached Well List

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

7. UNIT or CA AGREEMENT NAME:

1. TYPE OF WELL: OIL WELL ☑ GAS WELL ☐ OTHER

8. WELL NAME and NUMBER: See Attached Well List

2. NAME OF OPERATOR: Ultra Resources, Inc. N4045

9. API NUMBER:

3. ADDRESS OF OPERATOR: 304 Inverness Way South CITY Englewood STATE CO ZIP 80112

PHONE NUMBER: (303) 645-9810

10. FIELD AND POOL, OR WILDCAT:

4. LOCATION OF WELL

FOOTAGES AT SURFACE: See Attached

COUNTY: Uintah

QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:

STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
☑ NOTICE OF INTENT (Submit in Duplicate)	☐ ACIDIZE	☐ DEEPEN	☐ REPERFORATE CURRENT FORMATION
Approximate date work will start: 10/1/2013	☐ ALTER CASING	☐ FRACTURE TREAT	☐ SIDETRACK TO REPAIR WELL
	☐ CASING REPAIR	☐ NEW CONSTRUCTION	☐ TEMPORARILY ABANDON
	☐ CHANGE TO PREVIOUS PLANS	☑ OPERATOR CHANGE	☐ TUBING REPAIR
	☐ CHANGE TUBING	☐ PLUG AND ABANDON	☐ VENT OR FLARE
☐ SUBSEQUENT REPORT (Submit Original Form Only)	☐ CHANGE WELL NAME	☐ PLUG BACK	☐ WATER DISPOSAL
Date of work completion:	☐ CHANGE WELL STATUS	☐ PRODUCTION (START/RESUME)	☐ WATER SHUT-OFF
	☐ COMMINGLE PRODUCING FORMATIONS	☐ RECLAMATION OF WELL SITE	☐ OTHER:
	☐ CONVERT WELL TYPE	☐ RECOMPLETE - DIFFERENT FORMATION	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

EFFECTIVE DATE: October 1, 2013
FROM:
Axia Energy, LLC
1430 Larimer Street
Suite 400
Denver, CO 80202
Bond Number: Blanket Statewide UT State/Fee Bond LPM9046682
TO:
Ultra Resources, Inc.
304 Inverness Way South
Englewood, CO 80112
Bond Number: DOGM:022046398
BLM 022046400

RECEIVED
DEC 16 2013
DIV. OF OIL, GAS & MINING

Ultra Resources, Inc. will be responsible under the terms and conditions of the leases/wells for the operations conducted on the leased lands.

NAME (PLEASE PRINT) Mary Sharon Balakas TITLE Attorney in Fact

SIGNATURE Mary Sharon Balakas DATE 12/11/13

APPROVED

JAN 16 2013

DIV. OIL GAS & MINING

BY: Rachel Medina

(This space for State use only)

(5/2000) (See Instructions on Reverse Side)

ATTACHMENT TO FORM 9 CHANGE OF OPERATOR
AXIA ENERGY TO ULTRA RESOURCES EFFECTIVE 10-01-2013

State Well Name List downloaded 12-10-13	Axia Well Name (for database sort and consistency)	Sec	TWN	RNG	API Number	Entity	Mineral Lease	Surface Lease	Well Type	State Well Status	Actual Status @ 12/12/13	Submitted	Date Apprvd DOGM
THREE RIVERS 2-11-820	Three Rivers 02-11-820	2	080S	200E	4304751936	18354	State	State	OW	P	P		
THREE RIVERS 2-13-820	Three Rivers 02-13-820	2	080S	200E	4304752687	19014	State	State	OW	DRL	P		08/27/12
THREE RIVERS 2-15-820	Three Rivers 02-15-820	2	080S	200E	4304752689	18770	State	State	OW	P	P		
Three Rivers 2-21-820	Three Rivers 02-21-820	2	080S	200E	4304753947		State	State	OW	APD	APRVD		10/15/13
Three Rivers 2-223-820	Three Rivers 02-223-820	2	080S	200E	4304753946		State	State	OW	APD	APRVD		10/15/13
Three Rivers 2-22-820	Three Rivers 02-22-820	2	080S	200E	4304753948		State	State	OW	APD	APRVD		10/15/13
THREE RIVERS 2-23-820	Three Rivers 02-23-820	2	080S	200E	4304752688	19015	State	State	OW	DRL	P		08/27/12
Three Rivers 2-24-820	Three Rivers 02-24-820	2	080S	200E	4304753945		State	State	OW	APD	APRVD		10/15/13
THREE RIVERS 2-25-820	Three Rivers 02-25-820	2	080S	200E	4304752690		State	State	OW	APD	APRVD		08/27/12
Three Rivers 2-32-820	Three Rivers 02-32-820	2	080S	200E	4304753274		State	State	OW	APD	APRVD		12/11/12
Three Rivers 2-33-820	Three Rivers 02-33-820	2	080S	200E	4304753273	18943	State	State	OW	P	P		
THREE RIVERS 2-41-820	Three Rivers 02-41-820	2	080S	200E	4304752686		State	State	OW	APD	APRVD		08/27/12
THREE RIVERS 2-51-820	Three Rivers 02-51-820	2	080S	200E	4304752685	18941	State	State	OW	P	P		
Three Rivers 4-13-820	Three Rivers 04-13-820	5	080S	200E	4304753956		Fee	Federal	OW	APD	PERPEND	08/19/13	
THREE RIVERS 4-14-820	Three Rivers 04-14-820	5	080S	200E	4304752863	19183	Fee	Federal	OW	DRL	P		
Three Rivers 4-33-820	Three Rivers 04-33-820	4	080S	200E	4304753528	19167	Fee	Fee	OW	DRL	P		
Three Rivers 5-31-820	Three Rivers 05-31-820	32	070S	200E	4304753711	19068	Fee	Fee	OW	DRL	P		
Three Rivers 7-12-821	Three Rivers 07-12-821	7	080S	210E	4304753562		Fee	Fee	OW	APD	PERPEND	04/15/13	
Three Rivers 7-21-821	Three Rivers 07-21-821	7	080S	210E	4304753560		Fee	Fee	OW	APD	PERPEND	04/15/13	
Three Rivers 7-22-821	Three Rivers 07-22-821	7	080S	210E	4304753561		Fee	Fee	OW	APD	PERPEND	04/15/13	
Three Rivers 7-23-821	Three Rivers 07-23-821	7	080S	210E	4304753559		Fee	Fee	OW	APD	PERPEND	04/15/13	
Three Rivers 7-34-821	Three Rivers 07-34-821	7	080S	210E	4304753558		Fee	Fee	OW	APD	PERPEND	04/15/13	
Three Rivers 16-11-820	Three Rivers 16-11-820	16	080S	200E	4304753474	19262	State	State	OW	DRL	SCS		03/12/13
Three Rivers 16-12-820	Three Rivers 16-12-820	16	080S	200E	4304753475	19263	State	State	OW	DRL	SCS		03/12/13
Three Rivers 16-21-820	Three Rivers 16-21-820	16	080S	200E	4304753229	19024	State	State	OW	DRL	P		12/11/12
Three Rivers 16-22-820	Three Rivers 16-22-820	16	080S	200E	4304753230	18961	State	State	OW	DRL	P		12/11/12
Three Rivers 16-23-820	Three Rivers 16-23-820	16	080S	200E	4304753231	19037	State	State	OW	DRL	P		12/11/12
Three Rivers 16-24-820	Three Rivers 16-24-820	16	080S	200E	4304753232	19038	State	State	OW	P	P		
Three Rivers 16-31-820	Three Rivers 16-31-820	16	080S	200E	4304753495		State	State	OW	APD	CCS		03/12/13
Three Rivers 16-32-820	Three Rivers 16-32-820	16	080S	200E	4304753494	19185	State	State	OW	DRL	WOC		03/12/13
Three Rivers 16-33-820	Three Rivers 16-33-820	16	080S	200E	4304753496	19161	State	State	OW	DRL	WOC		03/12/13
Three Rivers 16-34-820	Three Rivers 16-34-820	16	080S	200E	4304753472		State	State	OW	APD	CCS		03/12/13
THREE RIVERS 16-41-820	Three Rivers 16-41-820	16	080S	200E	4304752110	18356	State	State	OW	P	P		
THREE RIVERS 16-42-820	Three Rivers 16-42-820	16	080S	200E	4304752056	18682	State	State	OW	P	P		
THREE RIVERS 16-43-820	Three Rivers 16-43-820	16	080S	200E	4304752057	18683	State	State	OW	P	P		
Three Rivers 16-44-820	Three Rivers 16-44-820	16	080S	200E	4304753473		State	State	OW	APD	CCS		03/12/13
Three Rivers 18-21-821	Three Rivers 18-21-821	18	080S	210E	4304753276		Fee	Fee	OW	APD	PERPEND	12/17/12	
Three Rivers 18-22-821	Three Rivers 18-22-821	18	080S	210E	4304753620		Fee	Fee	OW	APD	PERPEND	04/15/13	
Three Rivers 18-31-821	Three Rivers 18-31-821	18	080S	210E	4304753277		Fee	Fee	OW	APD	PERPEND	12/19/12	
Three Rivers 18-32-821	Three Rivers 18-32-821	18	080S	210E	4304753621		Fee	Fee	OW	APD	PERPEND	04/15/13	
Three Rivers 27-34-720	Three Rivers 27-34-720	34	070S	200E	4304753278		Fee	Fee	OW	APD	PERPEND	12/19/12	
THREE RIVERS 32-15-720	Three Rivers 32-15-720	32	070S	200E	4304752736	18767	Fee	Fee	OW	P	P		
THREE RIVERS 32-25-720	Three Rivers 32-25-720	32	070S	200E	4304752718	19033	Fee	Fee	OW	P	P		
Three Rivers 32-32-720	Three Rivers 32-32-720	32	070S	200E	4304753734	19087	Fee	Fee	OW	DRL	P		06/12/13
Three Rivers 32-3333-720	Three Rivers 32-3333-720	32	070S	200E	4304753950	19251	Fee	Fee	OW	DRL	SCS		10/15/13
Three Rivers 32-333-720	Three Rivers 32-333-720	32	070S	200E	4304753735	19088	Fee	Fee	OW	DRL	P		06/12/13
Three Rivers 32-334-720	Three Rivers 32-334-720	32	070S	200E	4304753710	19067	Fee	Fee	OW	DRL	P		05/22/13
THREE RIVERS 32-33-720	Three Rivers 32-33-720	32	070S	200E	4304752734	19016	Fee	Fee	OW	DRL	P		08/29/12
THREE RIVERS 32-34-720	Three Rivers 32-34-720	32	070S	200E	4304752735	19249	Fee	Fee	OW	DRL	DRLG		08/29/12
THREE RIVERS 32-35-720	Three Rivers 32-35-720	32	070S	200E	4304752737	18766	Fee	Fee	OW	P	P		
Three Rivers 32-42-720	Three Rivers 32-42-720	32	070S	200E	4304753949		Fee	Fee	OW	APD	APRVD		10/15/13
THREE RIVERS 34-31-720	Three Rivers 34-31-720	34	070S	200E	4304752012	18326	Fee	Fee	OW	P	P		
Three Rivers 34-31T-720	Three Rivers 34-31T-720	34	070S	200E	4304753281		Fee	Fee	OW	APD	APRVD		12/11/12
THREE RIVERS 36-11-720	Three Rivers 36-11-720	36	070S	200E	4304751915	18355	State	State	OW	P	P		
THREE RIVERS 36-13-720	Three Rivers 36-13-720	36	070S	200E	4304752699		State	State	OW	APD	APRVD		08/29/12
THREE RIVERS 36-21-720	Three Rivers 36-21-720	36	070S	200E	4304752698		State	State	OW	APD	APRVD		08/29/12
THREE RIVERS 36-23-720	Three Rivers 36-23-720	36	070S	200E	4304752733	18769	State	State	OW	P	P		
THREE RIVERS 36-31-720	Three Rivers 36-31-720	36	070S	200E	4304752697	19086	State	State	OW	DRL	P		08/29/12
Three Rivers D	Three Rivers D	16	080S	200E	4304753702		State	State	WD	APD	APRVD		07/15/13
THREE RIVERS FED 3-11-820	Three Rivers Fed 03-11-820	34	070S	200E	4304752950	19184	Federal	Fee	OW	DRL	WOC		02/22/13
Three Rivers Federal 3-12-820	Three Rivers Fed 03-12-820	4	080S	200E	4304753914		Federal	Federal	OW	APD	APRVD		08/01/13
Three Rivers Federal 3-13-820	Three Rivers Fed 03-13-820	3	080S	200E	4304753951		Federal	Federal	OW	APD	PERPEND	08/12/13	
Three Rivers Federal 3-14-820	Three Rivers Fed 03-14-820	3	080S	200E	4304753952		Federal	Federal	OW	APD	PERPEND	08/12/13	
Three Rivers Federal 3-23-820	Three Rivers Fed 03-23-820	3	080S	200E	4304753953		Federal	Federal	OW	APD	PERPEND	08/12/13	
Three Rivers Federal 3-24-820	Three Rivers Fed 03-24-820	3	080S	200E	4304753954		Federal	Federal	OW	APD	PERPEND	08/12/13	
THREE RIVERS FEDERAL 3-32-820	Three Rivers Fed 03-32-820	3	080S	200E	4304752861	18942	Federal	Federal	OW	P	P		
THREE RIVERS FEDERAL 3-33-820	Three Rivers Fed 03-33-820	3	080S	200E	4304752864		Federal	Federal	OW	APD	APRVD		12/24/12
THREE RIVERS FEDERAL 3-53-820	Three Rivers Fed 03-53-820	3	080S	200E	4304752820	19104	Federal	Federal	OW	DRL	P		12/24/12
THREE RIVERS FEDERAL 3-54-820	Three Rivers Fed 03-54-820	3	080S	200E	4304752860		Federal	Federal	OW	APD	APRVD		12/24/12

ATTACHMENT TO FORM 9 CHANGE OF OPERATOR
AXIA ENERGY TO ULTRA RESOURCES EFFECTIVE 10-01-2013

State Well Name List downloaded 12-10-13	Axia Well Name (for database sort and consistency)	Sec	TWN	RNG	API Number	Entity	Mineral Lease	Surface Lease	Well Type	State Well Status	Actual Status @ 12/12/13	Submitted	Date Apprvd DOGM
THREE RIVERS 4-21-820	Three Rivers Fed 04-21-820	4	080S	200E	4304752875	19048	Federal	Fee	OW	DRL	P		02/22/13
THREE RIVERS FED 4-31-820	Three Rivers Fed 04-31-820	4	080S	200E	4304752874	19023	Federal	Fee	OW	DRL	P		02/22/13
Three Rivers Federal 4-32-820	Three Rivers Fed 04-32-820	4	080S	200E	4304753552	19168	Federal	Fee	OW	DRL	P		08/26/13
Three Rivers Federal 4-41-820	Three Rivers Fed 04-41-820	4	080S	200E	4304753911		Federal	Federal	OW	APD	APRVD		08/01/13
Three Rivers Federal 4-42-820	Three Rivers Fed 04-42-820	4	080S	200E	4304753913		Federal	Federal	OW	APD	APRVD		08/01/13
Three Rivers Federal 5-11-820	Three Rivers Fed 05-11-820	5	080S	200E	4304754204		Federal	Federal	OW	NEW	PERPEND	12/03/13	
Three Rivers Federal 5-21-820	Three Rivers Fed 05-21-820	5	080S	200E	4304754205		Federal	Federal	OW	NEW	PERPEND	12/03/13	
Three Rivers Federal 5-42-820	Three Rivers Fed 05-42-820	5	080S	200E	4304753958		Federal	Federal	OW	APD	PERPEND	08/19/13	
Three Rivers Federal 5-43-820	Three Rivers Fed 05-43-820	5	080S	200E	4304753957		Federal	Federal	OW	APD	PERPEND	08/19/13	
THREE RIVERS FEDERAL 5-56-820	Three Rivers Fed 05-56-820	5	080S	200E	4304752862	18993	Federal	Federal	OW	P	P		
THREE RIVERS FEDERAL 8-52-820	Three Rivers Fed 08-52-820	8	080S	200E	4304752770	19156	Federal	Federal	OW	DRL	P		02/22/13
THREE RIVERS FEDERAL 8-53-820	Three Rivers Fed 08-53-820	8	080S	200E	4304752771	18992	Federal	Federal	OW	P	P		
Three Rivers Federal 9-41-820	Three Rivers Fed 09-41-820	10	080S	200E	4304753556	19170	Federal	Federal	OW	DRL	P		08/20/13
THREE RIVERS FED 10-30-820	Three Rivers Fed 10-30-820	10	080S	200E	4304753555	19169	Federal	Federal	OW	DRL	P		08/20/13
Three Rivers Federal 10-31-820	Three Rivers Fed 10-31-820	10	080S	200E	4304753437		Federal	Federal	OW	APD	CCS		08/21/13
Three Rivers Federal 10-32-820	Three Rivers Fed 10-32-820	10	080S	200E	4304753415		Federal	Federal	OW	APD	CCS		08/21/13
THREE RIVERS FED 10-41-820	Three Rivers Fed 10-41-820	10	080S	200E	4304752948	19137	Federal	Federal	OW	DRL	P		02/22/13
THREE RIVERS FED 10-42-820	Three Rivers Fed 10-42-820	10	080S	200E	4304752949		Federal	Federal	OW	APD	APRVD		02/22/13
Three Rivers Federal 33-11-720	Three Rivers Fed 33-11-720	32	070S	200E	4304753733	19109	Federal	Fee	OW	DRL	P		07/17/13
Three Rivers Federal 33-12-720	Three Rivers Fed 33-12-720	33	070S	200E	4304753724	19250	Federal	Fee	OW	DRL	WOC		09/16/13
Three Rivers Federal 33-13-720	Three Rivers Fed 33-13-720	33	070S	200E	4304753723	19222	Federal	Fee	OW	DRL	WOC		09/16/13
Three Rivers Federal 33-14-720	Three Rivers Fed 33-14-720	33	070S	200E	4304753551	19107	Federal	Fee	OW	DRL	P		09/16/13
Three Rivers Federal 33-24-720	Three Rivers Fed 33-24-720	33	070S	200E	4304753557	19108	Federal	Fee	OW	DRL	P		07/09/13
THREE RIVERS FED 34-15-720	Three Rivers Fed 34-15-720	34	070S	200E	4304752965	18960	Federal	Fee	OW	P	P		
THREE RIVERS FED 34-23-720	Three Rivers Fed 34-23-720	34	070S	200E	4304752945	19049	Federal	Fee	OW	DRL	P		02/12/13
Three Rivers Federal 34-25-720	Three Rivers Fed 34-25-720	34	070S	200E	4304753283		Federal	Fee	OW	APD	APRVD		06/10/13
THREE RIVERS FED 34-33-720	Three Rivers Fed 34-33-720	34	070S	200E	4304752947	19050	Federal	Fee	OW	DRL	P		02/22/13
Three Rivers Federal 34-35-720	Three Rivers Fed 34-35-720	34	070S	200E	4304753282		Federal	Fee	OW	APD	APRVD		06/10/13
Three Rivers Federal 34-42-720	Three Rivers Fed 34-42-720	35	070S	200E	4304753915		Federal	Federal	OW	APD	APRVD		08/01/13
Three Rivers Federal 34-43-720	Three Rivers Fed 34-43-720	35	070S	200E	4304753916		Federal	Federal	OW	APD	APRVD		08/01/13
Three Rivers Federal 35-11-720	Three Rivers Fed 35-11-720	35	070S	200E	4304753944		Federal	Federal	OW	APD	PERPEND	07/25/13	
Three Rivers Federal 35-12-720	Three Rivers Fed 35-12-720	35	070S	200E	4304753917		Federal	Federal	OW	APD	APRVD		08/01/13
Three Rivers Federal 35-13-720	Three Rivers Fed 35-13-720	35	070S	200E	4304753554		Federal	Federal	OW	APD	APRVD		08/20/13
Three Rivers Federal 35-14-720	Three Rivers Fed 35-14-720	35	070S	200E	4304753553		Federal	Federal	OW	APD	APRVD		08/22/13
Three Rivers Federal 35-21-720	Three Rivers Fed 35-21-720	35	070S	200E	4304753943		Federal	Federal	OW	APD	PERPEND	07/25/13	
THREE RIVERS FED 35-32-720	Three Rivers Fed 35-32-720	35	070S	200E	4304753005	19138	Federal	Federal	OW	DRL	APRVD		02/22/13
THREE RIVERS FED 35-34-720	Three Rivers Fed 35-34-720	35	070S	200E	4304753006		Federal	Federal	OW	APD	APRVD		02/22/13
THREE RIVERS FED 35-42-720	Three Rivers Fed 35-42-720	35	070S	200E	4304753007		Federal	Federal	OW	APD	APRVD		02/22/13
Three Rivers Federal 35-43-720	Three Rivers Fed 35-43-720	35	070S	200E	4304753918		Federal	Federal	OW	APD	APRVD		08/01/13
Three Rivers Federal 35-442-720	Three Rivers Fed 35-442-720	35	070S	200E	4304753919		Federal	Federal	OW	APD	APRVD		08/01/13
THREE RIVERS FED 35-44-720	Three Rivers Fed 35-44-720	35	070S	200E	4304753008		Federal	Federal	OW	APD	APRVD		02/22/13
Three Rivers Fed 03-34-820	Three Rivers Fed 03-34-820	3	080S	200E			Federal			NA	SUB	12/10/13	
Three Rivers Fed 03-44-820	Three Rivers Fed 03-44-820	3	080S	200E			Federal			NA	SUB	12/10/13	
Three Rivers Fed 08-31-820	Three Rivers Fed 08-31-820	8	080S	200E			Federal			NA	SUB	12/07/13	
Three Rivers Fed 08-41-820	Three Rivers Fed 08-41-820	9	080S	200E			Federal			NA	SUB	12/07/13	

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

5. LEASE DESIGNATION AND SERIAL NUMBER: See Attached Well List

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

7. UNIT or CA AGREEMENT NAME:

1. TYPE OF WELL: OIL WELL ☑ GAS WELL ☐ OTHER

8. WELL NAME and NUMBER: See Attached Well List

2. NAME OF OPERATOR: Axia Energy, LLC N3765

9. API NUMBER:

3. ADDRESS OF OPERATOR: 1430 Larimer Street, Ste 400 CITY Denver STATE CO ZIP 80202

PHONE NUMBER: (720) 746-5200

10. FIELD AND POOL, OR WILDCAT:

4. LOCATION OF WELL

FOOTAGES AT SURFACE: See Attached

COUNTY: Uintah

QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:

STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
☑ NOTICE OF INTENT (Submit in Duplicate)	☐ ACIDIZE	☐ DEEPEN	☐ REPERFORATE CURRENT FORMATION
Approximate date work will start: 10/1/2013	☐ ALTER CASING	☐ FRACTURE TREAT	☐ SIDETRACK TO REPAIR WELL
	☐ CASING REPAIR	☐ NEW CONSTRUCTION	☐ TEMPORARILY ABANDON
	☐ CHANGE TO PREVIOUS PLANS	☑ OPERATOR CHANGE	☐ TUBING REPAIR
	☐ CHANGE TUBING	☐ PLUG AND ABANDON	☐ VENT OR FLARE
☐ SUBSEQUENT REPORT (Submit Original Form Only)	☐ CHANGE WELL NAME	☐ PLUG BACK	☐ WATER DISPOSAL
Date of work completion:	☐ CHANGE WELL STATUS	☐ PRODUCTION (START/RESUME)	☐ WATER SHUT-OFF
	☐ COMMINGLE PRODUCING FORMATIONS	☐ RECLAMATION OF WELL SITE	☐ OTHER:
	☐ CONVERT WELL TYPE	☐ RECOMPLETE - DIFFERENT FORMATION	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

EFFECTIVE DATE: October 1, 2013
FROM:
Axia Energy, LLC
1430 Larimer Street
Suite 400
Denver, CO 80202
Bond Number: Blanket Statewide UT State/Fee Bond LPM9046682
TO:
Ultra Resources, Inc.
304 Inverness Way South
Englewood, CO 80112
Bond Number: DOGM 022046398
BLM 022041600

RECEIVED
DEC 16 2013
DIV. OF OIL, GAS & MINING

Ultra Resources, Inc. will be responsible under the terms and conditions of the leases/wells for the operations conducted on the leased lands.

NAME (PLEASE PRINT) Daniel G. Blanchard TITLE President

SIGNATURE D G Blanchard DATE 12/11/13

(This space for State use only)

APPROVED

JAN 16 2013

DIV. OIL GAS & MINING

BY: Rachel Medina

(5/2000) (See Instructions on Reverse Side)

ATTACHMENT TO FORM 9 CHANGE OF OPERATOR

AXIA ENERGY TO ULTRA RESOURCES EFFECTIVE 10-01-2013

State Well Name List downloaded 12-10-13	Axia Well Name (for database sort and consistency)	Sec	TWN	RNG	API Number	Entity	Mineral Lease	Surface Lease	Well Type	State Well Status	Actual Status @ 12/12/13	Submitted	Date Apprvd DOGM
THREE RIVERS 2-11-820	Three Rivers 02-11-820	2	080S	200E	4304751936	18354	State	State	OW	P	P	1	
THREE RIVERS 2-13-820	Three Rivers 02-13-820	2	080S	200E	4304752687	19014	State	State	OW	DRL	P	2	08/27/12
THREE RIVERS 2-15-820	Three Rivers 02-15-820	2	080S	200E	4304752689	18770	State	State	OW	P	P	3	
Three Rivers 2-21-820	Three Rivers 02-21-820	2	080S	200E	4304753947		State	State	OW	APD	APRVD	4	10/15/13
Three Rivers 2-223-820	Three Rivers 02-223-820	2	080S	200E	4304753946		State	State	OW	APD	APRVD	5	10/15/13
Three Rivers 2-22-820	Three Rivers 02-22-820	2	080S	200E	4304753948		State	State	OW	APD	APRVD	6	10/15/13
THREE RIVERS 2-23-820	Three Rivers 02-23-820	2	080S	200E	4304752688	19015	State	State	OW	DRL	P	7	08/27/12
Three Rivers 2-24-820	Three Rivers 02-24-820	2	080S	200E	4304753945		State	State	OW	APD	APRVD	8	10/15/13
THREE RIVERS 2-25-820	Three Rivers 02-25-820	2	080S	200E	4304752690		State	State	OW	APD	APRVD	9	08/27/12
Three Rivers 2-32-820	Three Rivers 02-32-820	2	080S	200E	4304753274		State	State	OW	APD	APRVD	10	12/11/12
Three Rivers 2-33-820	Three Rivers 02-33-820	2	080S	200E	4304753273	18943	State	State	OW	P	P	1	
THREE RIVERS 2-41-820	Three Rivers 02-41-820	2	080S	200E	4304752686		State	State	OW	APD	APRVD	2	08/27/12
THREE RIVERS 2-51-820	Three Rivers 02-51-820	2	080S	200E	4304752685	18941	State	State	OW	P	P	3	
Three Rivers 4-13-820	Three Rivers 04-13-820	5	080S	200E	4304753956		Fee	Federal	OW	APD	PERPEND	08/19/13	
THREE RIVERS 4-14-820	Three Rivers 04-14-820	5	080S	200E	4304752863	19183	Fee	Federal	OW	DRL	P	5	
Three Rivers 4-33-820	Three Rivers 04-33-820	4	080S	200E	4304753528	19167	Fee	Fee	OW	DRL	P	6	
Three Rivers 5-31-820	Three Rivers 05-31-820	32	070S	200E	4304753711	19068	Fee	Fee	OW	DRL	P	7	
Three Rivers 7-12-821	Three Rivers 07-12-821	7	080S	210E	4304753562		Fee	Fee	OW	APD	PERPEND	04/15/13	8
Three Rivers 7-21-821	Three Rivers 07-21-821	7	080S	210E	4304753560		Fee	Fee	OW	APD	PERPEND	04/15/13	9
Three Rivers 7-22-821	Three Rivers 07-22-821	7	080S	210E	4304753561		Fee	Fee	OW	APD	PERPEND	04/15/13	20
Three Rivers 7-23-821	Three Rivers 07-23-821	7	080S	210E	4304753559		Fee	Fee	OW	APD	PERPEND	04/15/13	1
Three Rivers 7-34-821	Three Rivers 07-34-821	7	080S	210E	4304753558		Fee	Fee	OW	APD	PERPEND	04/15/13	2
Three Rivers 16-11-820	Three Rivers 16-11-820	16	080S	200E	4304753474	19262	State	State	OW	DRL	SCS	3	03/12/13
Three Rivers 16-12-820	Three Rivers 16-12-820	16	080S	200E	4304753475	19263	State	State	OW	DRL	SCS	4	03/12/13
Three Rivers 16-21-820	Three Rivers 16-21-820	16	080S	200E	4304753229	19024	State	State	OW	DRL	P	5	12/11/12
Three Rivers 16-22-820	Three Rivers 16-22-820	16	080S	200E	4304753230	18961	State	State	OW	DRL	P	6	12/11/12
Three Rivers 16-23-820	Three Rivers 16-23-820	16	080S	200E	4304753231	19037	State	State	OW	DRL	P	7	12/11/12
Three Rivers 16-24-820	Three Rivers 16-24-820	16	080S	200E	4304753232	19038	State	State	OW	P	P	8	
Three Rivers 16-31-820	Three Rivers 16-31-820	16	080S	200E	4304753495		State	State	OW	APD	CCS	9	03/12/13
Three Rivers 16-32-820	Three Rivers 16-32-820	16	080S	200E	4304753494	19185	State	State	OW	DRL	WOC	30	03/12/13
Three Rivers 16-33-820	Three Rivers 16-33-820	16	080S	200E	4304753496	19161	State	State	OW	DRL	WOC	1	03/12/13
Three Rivers 16-34-820	Three Rivers 16-34-820	16	080S	200E	4304753472		State	State	OW	APD	CCS	2	03/12/13
THREE RIVERS 16-41-820	Three Rivers 16-41-820	16	080S	200E	4304752110	18356	State	State	OW	P	P	3	
THREE RIVERS 16-42-820	Three Rivers 16-42-820	16	080S	200E	4304752056	18682	State	State	OW	P	P	4	
THREE RIVERS 16-43-820	Three Rivers 16-43-820	16	080S	200E	4304752057	18683	State	State	OW	P	P	5	
Three Rivers 16-44-820	Three Rivers 16-44-820	16	080S	200E	4304753473		State	State	OW	APD	CCS	6	03/12/13
Three Rivers 18-21-821	Three Rivers 18-21-821	18	080S	210E	4304753276		Fee	Fee	OW	APD	PERPEND	12/17/12	7
Three Rivers 18-22-821	Three Rivers 18-22-821	18	080S	210E	4304753620		Fee	Fee	OW	APD	PERPEND	04/15/13	8
Three Rivers 18-31-821	Three Rivers 18-31-821	18	080S	210E	4304753277		Fee	Fee	OW	APD	PERPEND	12/19/12	9
Three Rivers 18-32-821	Three Rivers 18-32-821	18	080S	210E	4304753621		Fee	Fee	OW	APD	PERPEND	04/15/13	40
Three Rivers 27-34-720	Three Rivers 27-34-720	34	070S	200E	4304753278		Fee	Fee	OW	APD	PERPEND	12/19/12	1
THREE RIVERS 32-15-720	Three Rivers 32-15-720	32	070S	200E	4304752736	18767	Fee	Fee	OW	P	P	2	
THREE RIVERS 32-25-720	Three Rivers 32-25-720	32	070S	200E	4304752718	19033	Fee	Fee	OW	P	P	3	
Three Rivers 32-32-720	Three Rivers 32-32-720	32	070S	200E	4304753734	19087	Fee	Fee	OW	DRL	P	4	06/12/13
Three Rivers 32-3333-720	Three Rivers 32-3333-720	32	070S	200E	4304753950	19251	Fee	Fee	OW	DRL	SCS	5	10/15/13
Three Rivers 32-333-720	Three Rivers 32-333-720	32	070S	200E	4304753735	19088	Fee	Fee	OW	DRL	P	6	06/12/13
Three Rivers 32-334-720	Three Rivers 32-334-720	32	070S	200E	4304753710	19067	Fee	Fee	OW	DRL	P	7	05/22/13
THREE RIVERS 32-33-720	Three Rivers 32-33-720	32	070S	200E	4304752734	19016	Fee	Fee	OW	DRL	P	8	08/29/12
THREE RIVERS 32-34-720	Three Rivers 32-34-720	32	070S	200E	4304752735	19249	Fee	Fee	OW	DRL	DRLG	9	08/29/12
THREE RIVERS 32-35-720	Three Rivers 32-35-720	32	070S	200E	4304752737	18766	Fee	Fee	OW	P	P	50	
Three Rivers 32-42-720	Three Rivers 32-42-720	32	070S	200E	4304753949		Fee	Fee	OW	APD	APRVD	1	10/15/13
THREE RIVERS 34-31-720	Three Rivers 34-31-720	34	070S	200E	4304752012	18326	Fee	Fee	OW	P	P	2	
Three Rivers 34-31T-720	Three Rivers 34-31T-720	34	070S	200E	4304753281		Fee	Fee	OW	APD	APRVD	3	12/11/12
THREE RIVERS 36-11-720	Three Rivers 36-11-720	36	070S	200E	4304751915	18355	State	State	OW	P	P	4	
THREE RIVERS 36-13-720	Three Rivers 36-13-720	36	070S	200E	4304752699		State	State	OW	APD	APRVD	5	08/29/12
THREE RIVERS 36-21-720	Three Rivers 36-21-720	36	070S	200E	4304752698		State	State	OW	APD	APRVD	6	08/29/12
THREE RIVERS 36-23-720	Three Rivers 36-23-720	36	070S	200E	4304752733	18769	State	State	OW	P	P	7	
THREE RIVERS 36-31-720	Three Rivers 36-31-720	36	070S	200E	4304752697	19086	State	State	OW	DRL	P	8	08/29/12
Three Rivers D	Three Rivers D	16	080S	200E	4304753702		State	State	WD	APD	APRVD	9	07/15/13
THREE RIVERS FED 3-11-820	Three Rivers Fed 03-11-820	34	070S	200E	4304752950	19184	Federal	Fee	OW	DRL	WOC	60	02/22/13
Three Rivers Federal 3-12-820	Three Rivers Fed 03-12-820	4	080S	200E	4304753914		Federal	Federal	OW	APD	APRVD	1	08/01/13
Three Rivers Federal 3-13-820	Three Rivers Fed 03-13-820	3	080S	200E	4304753951		Federal	Federal	OW	APD	PERPEND	08/12/13	2
Three Rivers Federal 3-14-820	Three Rivers Fed 03-14-820	3	080S	200E	4304753952		Federal	Federal	OW	APD	PERPEND	08/12/13	3
Three Rivers Federal 3-23-820	Three Rivers Fed 03-23-820	3	080S	200E	4304753953		Federal	Federal	OW	APD	PERPEND	08/12/13	4
Three Rivers Federal 3-24-820	Three Rivers Fed 03-24-820	3	080S	200E	4304753954		Federal	Federal	OW	APD	PERPEND	08/12/13	5
THREE RIVERS FEDERAL 3-32-820	Three Rivers Fed 03-32-820	3	080S	200E	4304752861	18942	Federal	Federal	OW	P	P		6
THREE RIVERS FEDERAL 3-33-820	Three Rivers Fed 03-33-820	3	080S	200E	4304752864		Federal	Federal	OW	APD	APRVD	7	12/24/12
THREE RIVERS FEDERAL 3-53-820	Three Rivers Fed 03-53-820	3	080S	200E	4304752820	19104	Federal	Federal	OW	DRL	P	8	12/24/12
THREE RIVERS FEDERAL 3-54-820	Three Rivers Fed 03-54-820	3	080S	200E	4304752860		Federal	Federal	OW	APD	APRVD	9	12/24/12

ATTACHMENT TO FORM 9 CHANGE OF OPERATOR

AXIA ENERGY TO ULTRA RESOURCES EFFECTIVE 10-01-2013

State Well Name List downloaded 12-10-13	Axia Well Name (for database sort and consistency)	Sec	TWN	RNG	API Number	Entity	Mineral Lease	Surface Lease	Well Type	State Well Status	Actual Status @ 12/12/13	Submitted	Date Apprvd DOGM
THREE RIVERS 4-21-820	Three Rivers Fed 04-21-820	4	080S	200E	4304752875	19048	Federal	Fee	OW	DRL	P	70	02/22/13
THREE RIVERS FED 4-31-820	Three Rivers Fed 04-31-820	4	080S	200E	4304752874	19023	Federal	Fee	OW	DRL	P	1	02/22/13
Three Rivers Federal 4-32-820	Three Rivers Fed 04-32-820	4	080S	200E	4304753552	19168	Federal	Fee	OW	DRL	P	2	08/26/13
Three Rivers Federal 4-41-820	Three Rivers Fed 04-41-820	4	080S	200E	4304753911		Federal	Federal	OW	APD	APRVD	3	08/01/13
Three Rivers Federal 4-42-820	Three Rivers Fed 04-42-820	4	080S	200E	4304753913		Federal	Federal	OW	APD	APRVD	4	08/01/13
Three Rivers Federal 5-11-820	Three Rivers Fed 05-11-820	5	080S	200E	4304754204		Federal	Federal	OW	NEW	PERPEND	12/03/13	5
Three Rivers Federal 5-21-820	Three Rivers Fed 05-21-820	5	080S	200E	4304754205		Federal	Federal	OW	NEW	PERPEND	12/03/13	6
Three Rivers Federal 5-42-820	Three Rivers Fed 05-42-820	5	080S	200E	4304753958		Federal	Federal	OW	APD	PERPEND	08/19/13	7
Three Rivers Federal 5-43-820	Three Rivers Fed 05-43-820	5	080S	200E	4304753957		Federal	Federal	OW	APD	PERPEND	08/19/13	8
THREE RIVERS FEDERAL 5-56-820	Three Rivers Fed 05-56-820	5	080S	200E	4304752862	18993	Federal	Federal	OW	P	P	9	
THREE RIVERS FEDERAL 8-52-820	Three Rivers Fed 08-52-820	8	080S	200E	4304752770	19156	Federal	Federal	OW	DRL	P	80	02/22/13
THREE RIVERS FEDERAL 8-53-820	Three Rivers Fed 08-53-820	8	080S	200E	4304752771	18992	Federal	Federal	OW	P	P	1	
Three Rivers Federal 9-41-820	Three Rivers Fed 09-41-820	10	080S	200E	4304753556	19170	Federal	Federal	OW	DRL	P	2	08/20/13
THREE RIVERS FED 10-30-820	Three Rivers Fed 10-30-820	10	080S	200E	4304753555	19169	Federal	Federal	OW	DRL	P	3	08/20/13
Three Rivers Federal 10-31-820	Three Rivers Fed 10-31-820	10	080S	200E	4304753437		Federal	Federal	OW	APD	CCS	4	08/21/13
Three Rivers Federal 10-32-820	Three Rivers Fed 10-32-820	10	080S	200E	4304753415		Federal	Federal	OW	APD	CCS	5	08/21/13
THREE RIVERS FED 10-41-820	Three Rivers Fed 10-41-820	10	080S	200E	4304752948	19137	Federal	Federal	OW	DRL	P	6	02/22/13
THREE RIVERS FED 10-42-820	Three Rivers Fed 10-42-820	10	080S	200E	4304752949		Federal	Federal	OW	APD	APRVD	7	02/22/13
Three Rivers Federal 33-11-720	Three Rivers Fed 33-11-720	32	070S	200E	4304753733	19109	Federal	Fee	OW	DRL	P	8	07/17/13
Three Rivers Federal 33-12-720	Three Rivers Fed 33-12-720	33	070S	200E	4304753724	19250	Federal	Fee	OW	DRL	WOC	9	09/16/13
Three Rivers Federal 33-13-720	Three Rivers Fed 33-13-720	33	070S	200E	4304753723	19222	Federal	Fee	OW	DRL	WOC	90	09/16/13
Three Rivers Federal 33-14-720	Three Rivers Fed 33-14-720	33	070S	200E	4304753551	19107	Federal	Fee	OW	DRL	P	1	09/16/13
Three Rivers Federal 33-24-720	Three Rivers Fed 33-24-720	33	070S	200E	4304753557	19108	Federal	Fee	OW	DRL	P	2	07/09/13
THREE RIVERS FED 34-15-720	Three Rivers Fed 34-15-720	34	070S	200E	4304752965	18960	Federal	Fee	OW	P	P	3	
THREE RIVERS FED 34-23-720	Three Rivers Fed 34-23-720	34	070S	200E	4304752945	19049	Federal	Fee	OW	DRL	P	4	02/12/13
Three Rivers Federal 34-25-720	Three Rivers Fed 34-25-720	34	070S	200E	4304753283		Federal	Fee	OW	APD	APRVD	5	06/10/13
THREE RIVERS FED 34-33-720	Three Rivers Fed 34-33-720	34	070S	200E	4304752947	19050	Federal	Fee	OW	DRL	P	6	02/22/13
Three Rivers Federal 34-35-720	Three Rivers Fed 34-35-720	34	070S	200E	4304753282		Federal	Fee	OW	APD	APRVD	7	06/10/13
Three Rivers Federal 34-42-720	Three Rivers Fed 34-42-720	35	070S	200E	4304753915		Federal	Federal	OW	APD	APRVD	8	08/01/13
Three Rivers Federal 34-43-720	Three Rivers Fed 34-43-720	35	070S	200E	4304753916		Federal	Federal	OW	APD	APRVD	9	08/01/13
Three Rivers Federal 35-11-720	Three Rivers Fed 35-11-720	35	070S	200E	4304753944		Federal	Federal	OW	APD	PERPEND	07/25/13	100
Three Rivers Federal 35-12-720	Three Rivers Fed 35-12-720	35	070S	200E	4304753917		Federal	Federal	OW	APD	APRVD	1	08/01/13
Three Rivers Federal 35-13-720	Three Rivers Fed 35-13-720	35	070S	200E	4304753554		Federal	Federal	OW	APD	APRVD	2	08/20/13
Three Rivers Federal 35-14-720	Three Rivers Fed 35-14-720	35	070S	200E	4304753553		Federal	Federal	OW	APD	APRVD	3	08/22/13
Three Rivers Federal 35-21-720	Three Rivers Fed 35-21-720	35	070S	200E	4304753943		Federal	Federal	OW	APD	PERPEND	07/25/13	4
THREE RIVERS FED 35-32-720	Three Rivers Fed 35-32-720	35	070S	200E	4304753005	19138	Federal	Federal	OW	DRL	APRVD	5	02/22/13
THREE RIVERS FED 35-34-720	Three Rivers Fed 35-34-720	35	070S	200E	4304753006		Federal	Federal	OW	APD	APRVD	6	02/22/13
THREE RIVERS FED 35-42-720	Three Rivers Fed 35-42-720	35	070S	200E	4304753007		Federal	Federal	OW	APD	APRVD	7	02/22/13
Three Rivers Federal 35-43-720	Three Rivers Fed 35-43-720	35	070S	200E	4304753918		Federal	Federal	OW	APD	APRVD	8	08/01/13
Three Rivers Federal 35-442-720	Three Rivers Fed 35-442-720	35	070S	200E	4304753919		Federal	Federal	OW	APD	APRVD	9	08/01/13
THREE RIVERS FED 35-44-720	Three Rivers Fed 35-44-720	35	070S	200E	4304753008		Federal	Federal	OW	APD	APRVD	110	02/22/13
Three Rivers Fed 03-34-820	Three Rivers Fed 03-34-820	3	080S	200E			Federal			NA	SUB	12/10/13	1
Three Rivers Fed 03-44-820	Three Rivers Fed 03-44-820	3	080S	200E			Federal			NA	SUB	12/10/13	2
Three Rivers Fed 08-31-820	Three Rivers Fed 08-31-820	8	080S	200E			Federal			NA	SUB	12/07/13	3
Three Rivers Fed 08-41-820	Three Rivers Fed 08-41-820	9	080S	200E			Federal			NA	SUB	12/07/13	4

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS, AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

5.LEASE DESIGNATION AND SERIAL NUMBER: UTU-85994

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

7.UNIT or CA AGREEMENT NAME:

1. TYPE OF WELL
Oil Well

8. WELL NAME and NUMBER:
Three Rivers Federal 9-41-820

2. NAME OF OPERATOR:
ULTRA RESOURCES INC

9. API NUMBER:
43047535560000

3. ADDRESS OF OPERATOR:
304 Inverness Way South #245 , Englewood, CO, 80112

PHONE NUMBER:
303 645-9810 Ext

9. FIELD and POOL or WILDCAT:
THREE RIVERS

4. LOCATION OF WELL
FOOTAGES AT SURFACE:
0660 FNL 0292 FWL
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:
Qtr/Qtr: NWNW Section: 10 Township: 08.0S Range: 20.0E Meridian: S

COUNTY:
UINTAH

STATE:
UTAH

11.
CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
☐ NOTICE OF INTENT Approximate date work will start:	☐ ACIDIZE	☐ ALTER CASING	☐ CASING REPAIR
☑ SUBSEQUENT REPORT Date of Work Completion: 9/6/2013	☑ CHANGE TO PREVIOUS PLANS	☐ CHANGE TUBING	☐ CHANGE WELL NAME
☐ SPUD REPORT Date of Spud:	☐ CHANGE WELL STATUS	☐ COMMINGLE PRODUCING FORMATIONS	☐ CONVERT WELL TYPE
☐ DRILLING REPORT Report Date:	☐ DEEPEN	☐ FRACTURE TREAT	☐ NEW CONSTRUCTION
	☐ OPERATOR CHANGE	☐ PLUG AND ABANDON	☐ PLUG BACK
	☐ PRODUCTION START OR RESUME	☐ RECLAMATION OF WELL SITE	☐ RECOMPLETE DIFFERENT FORMATION
	☐ REPERFORATE CURRENT FORMATION	☐ SIDETRACK TO REPAIR WELL	☐ TEMPORARY ABANDON
	☐ TUBING REPAIR	☐ VENT OR FLARE	☐ WATER DISPOSAL
	☐ WATER SHUTOFF	☐ SI TA STATUS EXTENSION	☐ APD EXTENSION
	☐ WILDCAT WELL DETERMINATION	☐ OTHER	OTHER:

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

Ultra requests to update the SHL per As-Drilled plat attached. Also attached is a directional drill letter.

Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY
February 18, 2014

NAME (PLEASE PRINT)	PHONE NUMBER	TITLE
Kim Dooley	303 645-9872	Permitting Assistant
SIGNATURE		**DATE**
N/A		2/6/2014

RECEIVED: Feb. 06, 2014

Sundry Number: 47621 API Well Number: 43047535560000

Form 3160-5
(August 2007)

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

FORM APPROVED
OMB NO. 1004-0135
Expires: July 31, 2010

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill or to re-enter an abandoned well. Use form 3160-3 (APD) for such proposals.

SUBMIT IN TRIPLICATE - Other instructions on reverse side.

5. Lease Serial No.
UTU85994

6. If Indian, Allottee or Tribe Name

7. If Unit or CA/Agreement, Name and/or No.

1. Type of Well
☒ Oil Well ☐ Gas Well ☐ Other

8. Well Name and No.
THREE RIVERS FED 9-41-820

2. Name of Operator
ULTRA RESOURCES, INC.
Contact: DEBBIE GHANI
E-Mail: dghani@ultrapetroleum.com

9. API Well No.
43-047-53556

3a. Address
304 INVERNESS WAY SOUTH SUITE 295
ENGLEWOOD, CO 80112

3b. Phone No. (include area code)
Ph: 303-645-9810

10. Field and Pool, or Exploratory
UNDESIGNATED

4. Location of Well *(Footage, Sec., T., R., M., or Survey Description)*
Sec 10 T8S R20E Mer SLB NWNW 660FNL 292FWL
40.142650 N Lat, 109.663033 W Lon

11. County or Parish, and State
UINTAH COUNTY, UT

12. CHECK APPROPRIATE BOX(ES) TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION			
☐ Notice of Intent	☐ Acidize	☐ Deepen	☐ Production (Start/Resume)	☐ Water Shut-Off
☒ Subsequent Report	☐ Alter Casing	☐ Fracture Treat	☐ Reclamation	☐ Well Integrity
☐ Final Abandonment Notice	☐ Casing Repair	☐ New Construction	☐ Recomplete	☒ Other Change to Original APD
	☐ Change Plans	☐ Plug and Abandon	☐ Temporarily Abandon	
	☐ Convert to Injection	☐ Plug Back	☐ Water Disposal	

13. Describe Proposed or Completed Operation (clearly state all pertinent details, including estimated starting date of any proposed work and approximate duration thereof. If the proposal is to deepen directionally or recomplete horizontally, give subsurface locations and measured and true vertical depths of all pertinent markers and zones. Attach the Bond under which the work will be performed or provide the Bond No. on file with BLM/BIA. Required subsequent reports shall be filed within 30 days following completion of the involved operations. If the operation results in a multiple completion or recompletion in a new interval, a Form 3160-4 shall be filed once testing has been completed. Final Abandonment Notices shall be filed only after all requirements, including reclamation, have been completed, and the operator has determined that the site is ready for final inspection.)

Ultra requests to update the SHL per As-Drilled Plat attached.

Proposed SHL: 660 FNL & 292 FWL

As Drilled SHL: 660 FNL & 293 FWL LAT 40.142639 LONG 109.663019

14. I hereby certify that the foregoing is true and correct.

Electronic Submission #234738 verified by the BLM Well Information System
For ULTRA RESOURCES, INC., sent to the Vernal

Name *(Printed/Typed)* DEBBIE GHANI — Title SR. PERMITTING SPECIALIST

Signature (Electronic Submission) — Date 02/06/2014

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved By _____ Title _____ Date _____

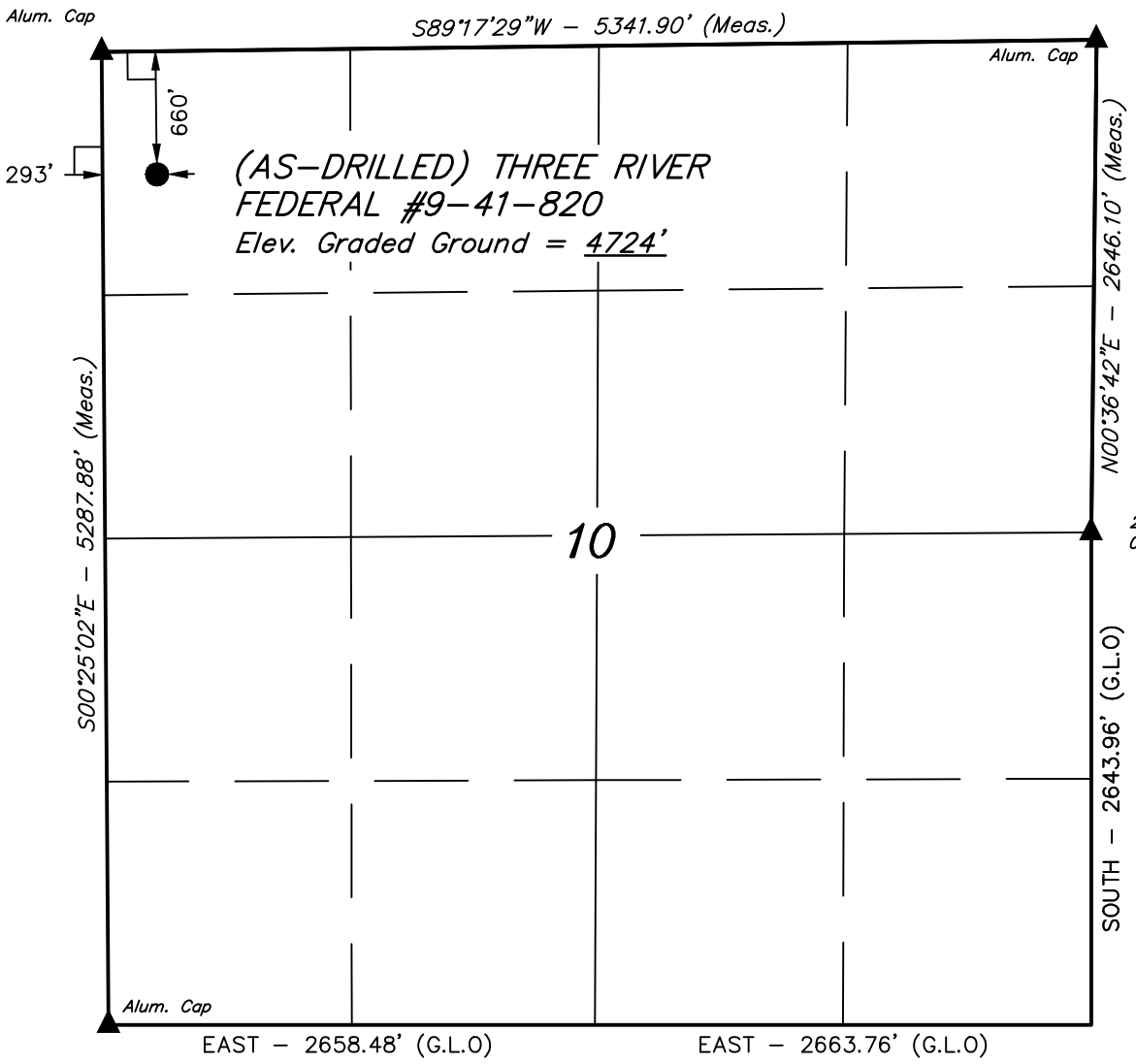
Conditions of approval, if any, are attached. Approval of this notice does not warrant or certify that the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon. Office

Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

**** OPERATOR-SUBMITTED ** OPERATOR-SUBMITTED ** OPERATOR-SUBMITTED ****

RECEIVED: Feb. 11, 2014

T8S, R20E, S.L.B.&M.



ULTRA RESOURCES INC.

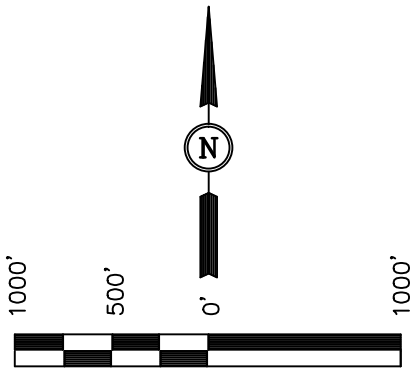
Well location, (AS-DRILLED) THREE RIVERS FEDERAL #9-41-820, located as shown in the NW 1/4 NW 1/4 of Section 10, T8S, R20E, S.L.B.&M., Uintah County, Utah.

BASIS OF ELEVATION

BENCH MARK (38EAM) LOCATED IN THE SW 1/4 OF SECTION 9, T7S, R20E, S.L.B.&M. TAKEN FROM THE PELICAN LAKE, QUADRANGLE, UTAH, UINTAH COUNTY, 7.5 MINUTE QUAD (TOPOGRAPHIC MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED AS BEING 4942 FEET.

BASIS OF BEARINGS

BASIS OF BEARINGS IS A G.P.S. OBSERVATION.



SCALE

CERTIFICATE

THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM FIELD NOTES OF ACTUAL SURVEYS MADE BY ME OR UNDER MY SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.

REGISTERED LAND SURVEYOR
REGISTRATION NO. 161319
STATE OF UTAH

01-17-14

UINTAH ENGINEERING & LAND SURVEYING
85 SOUTH 200 EAST – VERNAL, UTAH 84078
(435) 789-1017

SCALE: 1" = 1000'	DATE SURVEYED: 01-07-14	DATE DRAWN: 01-08-14
PARTY: B.H. M.P. E.C.	REFERENCES: G.L.O. PLAT	
WEATHER: COLD	FILE: ULTRA RESOURCES INC.	

LEGEND:

- ⌞ = 90° SYMBOL
- ● = AS-DRILLED WELL HEAD.
- ▲ = SECTION CORNERS LOCATED.

NAD 83 (AS-DRILLED SURFACE LOCATION)	
LATITUDE	40°08'33.50" (40.142639)
LONGITUDE	109°39'46.87" (109.663019)
NAD 27 (AS-DRILLED SURFACE LOCATION)	
LATITUDE	40°08'33.63" (40.142675)
LONGITUDE	109°39'44.37" (109.662325)

RECEIVED: Feb. 11, 2014

Ultra Resources, Inc.

February 11, 2014

Mr. Dustin Doucet
Utah Division of Oil, Gas & Mining
1594 West North Temple
Salt Lake City, Utah 84116

RE: Directional Drilling – Cause 270-02
Three Rivers Fed 9-41-820 (API # 43-047-53556)
SHL: NWNW Sec 10-T8S-R20E
BHL: NENE Sec 9-T8S-R20E
Uintah County, UT

Mr. Doucet:

Ultra Resources respectfully submits the following specifics concerning the subject well:

- Ultra Resources, LLC is the sole owner of 100% of the leasehold rights within 460' around the wellbore and bottom hole location of the captioned well.
- In addition, the Federal mineral ownership is also consistent throughout the wellbore path.
- The directional drilling of the well was proposed to limit surface disturbance within the project and affected surface owners and to utilize an existing pad.

Please feel free to contact me at 303-645-9810 if you have any questions or comments.

Sincerely,

Debbie Ghani
Sr. Permitting Specialist

/dg

304 Inverness Way South, Suite 295, Englewood, CO 80112
Telephone 303-708-9740 Facsimile 303-708-9748

RECEIVED: Feb. 11, 2014

API Well Number: 43047535560000

SHL 660 FNL 292 FWL

Form 3160-4
(August 2007)

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

FORM APPROVED
OMB No. 1004-0137
Expires: July 31, 2010

WELL COMPLETION OR RECOMPLETION REPORT AND LOG

5. Lease Serial No.: UTU85994

1a. Type of Well: ☒ Oil Well ☐ Gas Well ☐ Dry ☐ Other

b. Type of Completion: ☒ New Well ☐ Work Over ☐ Deepen ☐ Plug Back ☐ Diff. Resvr.
Other _____

6. If Indian, Allottee or Tribe Name:

7. Unit or CA Agreement Name and No.:

2. Name of Operator: ULTRA RESOURCES INC
Contact: DEBBIE GHANI
E-Mail: dghani@ultrapetroleum.com

8. Lease Name and Well No.: THREE RIVERS FED 9-41-820

3. Address: 304 INVERNESS WAY SOUTH #295
ENGLEWOOD, CO 80112

3a. Phone No. (include area code)
Ph: 303-645-9810

9. API Well No.: 43-047-53556

4. Location of Well (Report location clearly and in accordance with Federal requirements)*
At surface: Sec 10 T8S R20E Mer SLB
NWNW 660FNL 293FWL 40.142639 N Lat, 109.663019 W Lon
At top prod interval reported below: Sec 9 T8S R20E Mer SLB
NENE 656FNL 674FEL 40.142649 N Lat, 109.666479 W Lon
At total depth: Sec 9 T8S R20E Mer SLB
NENE 696FNL 668FEL 40.142541 N Lat, 109.666453 W Lon

10. Field and Pool, or Exploratory: UNDESIGNATED

11. Sec., T., R., M., or Block and Survey or Area: Sec 10 T8S R20E Mer SLB

12. County or Parish: UINTAH

13. State: UT

14. Date Spudded: 09/06/2013

15. Date T.D. Reached: 10/07/2013

16. Date Completed: ☐ D & A ☒ Ready to Prod. 12/03/2013

17. Elevations (DF, KB, RT, GL)*: 4724 GL

18. Total Depth: MD 7080 TVD 6927

19. Plug Back T.D.: MD TVD

20. Depth Bridge Plug Set: MD TVD

21. Type Electric & Other Mechanical Logs Run (Submit copy of each)
TRIPLE COMBO, CBL

22. Was well cored? ☒ No ☐ Yes (Submit analysis)
Was DST run? ☒ No ☐ Yes (Submit analysis)
Directional Survey? ☐ No ☒ Yes (Submit analysis)

23. Casing and Liner Record *(Report all strings set in well)*

Hole Size	Size/Grade	Wt. (#/ft.)	Top (MD)	Bottom (MD)	Stage Cementer Depth	No. of Sks. & Type of Cement	Slurry Vol. (BBL)	Cement Top*	Amount Pulled
24.000	16.000 C-75	109.0	0	120					
12.250	8.625 J-55	24.0	0	1032		675			
7.875	5.500 J-55	17.0	13	7053		475			

24. Tubing Record

Size	Depth Set (MD)	Packer Depth (MD)	Size	Depth Set (MD)	Packer Depth (MD)	Size	Depth Set (MD)	Packer Depth (MD)
2.875	4626							

25. Producing Intervals / 26. Perforation Record

Formation	Top	Bottom	Perforated Interval	Size	No. Holes	Perf. Status
A) LOWER GREEN RIVER	4889	6666	5125 TO 6660			
B)						
C)						
D)						

27. Acid, Fracture, Treatment, Cement Squeeze, Etc.

Depth Interval	Amount and Type of Material
5125 TO 6660	FRACTURE / STIMULATE 6 STAGES

28. Production - Interval A

Date First Produced	Test Date	Hours Tested	Test Production	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
12/04/2013	12/12/2013	6	→	570.0	70.0	0.0			GAS PUMPING UNIT

Choke Size	Tbg. Press. Flwg. SI	Csg. Press.	24 Hr. Rate	Oil BBL	Gas MCF	Water BBL	Gas:Oil Ratio	Well Status
			→					POW

28a. Production - Interval B

Date First Produced	Test Date	Hours Tested	Test Production	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
			→						

Choke Size	Tbg. Press. Flwg. SI	Csg. Press.	24 Hr. Rate	Oil BBL	Gas MCF	Water BBL	Gas:Oil Ratio	Well Status
			→					

(See Instructions and spaces for additional data on reverse side)

ELECTRONIC SUBMISSION #234363 VERIFIED BY THE BLM WELL INFORMATION SYSTEM

**** OPERATOR-SUBMITTED ** OPERATOR-SUBMITTED ** OPERATOR-SUBMITTED ****

RECEIVED: Feb. 04, 2014

28b. Production - Interval C

Date First Produced	Test Date	Hours Tested	Test Production →	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method

Choke Size	Tbg. Press. Flwg. SI	Csg. Press.	24 Hr. Rate →	Oil BBL	Gas MCF	Water BBL	Gas:Oil Ratio	Well Status

28c. Production - Interval D

Date First Produced	Test Date	Hours Tested	Test Production →	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method

Choke Size	Tbg. Press. Flwg. SI	Csg. Press.	24 Hr. Rate →	Oil BBL	Gas MCF	Water BBL	Gas:Oil Ratio	Well Status

29. Disposition of Gas *(Sold, used for fuel, vented, etc.)*
USED ON LEASE

30. Summary of Porous Zones (Include Aquifers):

Show all important zones of porosity and contents thereof: Cored intervals and all drill-stem tests, including depth interval tested, cushion used, time tool open, flowing and shut-in pressures and recoveries.

31. Formation (Log) Markers

Formation	Top	Bottom	Descriptions, Contents, etc.	Name	Top Meas. Depth
				UPPER GREEN RIVER	2771
				LOWER GREEN RIVER	4889
				WASATCH	6666

32. Additional remarks (include plugging procedure):

33. Circle enclosed attachments:

1. Electrical/Mechanical Logs (1 full set req'd.)
2. Geologic Report
3. DST Report
4. Directional Survey
5. Sundry Notice for plugging and cement verification
6. Core Analysis
7 Other:

34. I hereby certify that the foregoing and attached information is complete and correct as determined from all available records (see attached instructions):

Electronic Submission #234363 Verified by the BLM Well Information System.
For ULTRA RESOURCES INC, sent to the Vernal

Name *(please print)* DEBBIE GHANI Title SR. PERMITTING SPECIALIST

Signature (Electronic Submission) Date 02/03/2014

Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fradulent statements or representations as to any matter within its jurisdiction.

**** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ****

RECEIVED: Feb. 04, 2014

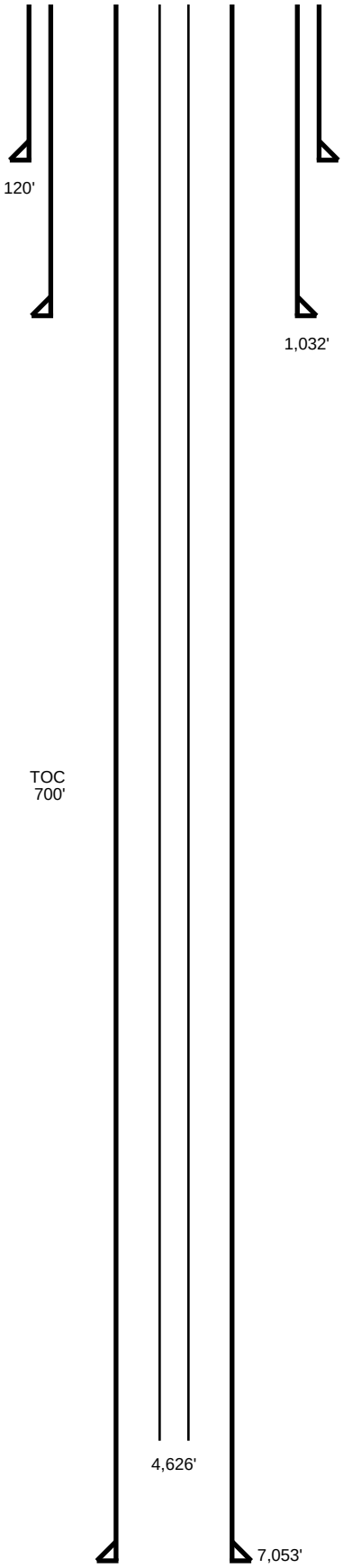
API Well Number: 43047535560000

[ ] Proposed

[X] As Is

THREE RIVERS FED 9-41-820 GL: 0.0, KB: -13.0

Sec 9, 8S, 20E Uintah County, Utah



	Size	Weight	Grade	Depth	Sks/Cmt
Conductor	16.000	109.000	C-75*	120	
Surface	8.625	24.000	J-55	1032	675
Production	5.500	17.000		7053	475
Cement Top				700	

STAGE	ZONE 1	ZONE 2	ZONE 3	ZONE 4	ZONE 5	ZONE 6	ZONE 7
1	6513-6514	6526-6528	6549-6550	6573-6574	6607-6608	6626-6627	6646-6647
2	6473-6474	6459-6460	6452-6454	6438-6440	6429-6430	6415-6416	6404-6405
3	6295-6296	6288-6290	6257-6258	6241-6242	6227-6228	6218-6219	6195-6196
4	6116-6118	6083-6084	6073-6075	6041-6042	6008-6009	5980-5981	5966-5968
5	5854-5855	5810-5811	5785-5786	5764-5766	5745-5476	5728-5730	5706-5707
6	5363-5364	5354-5354	5334-5335	5279-5280	5223-5224	5145-5146	5125-5126

Stage	Date	Av.Rate	Av.Press	Proppant	CleanFluid	Tracer	Screenout
1	11/26/2013	29.0	1,317	92,814	3,135		N
2	11/26/2013	39.0	3,105	154,465	4,628		N
3	11/27/2013	49.1	2,042	180,825	5,474		N
4	11/27/2013	59.5	2,724	175,872	4,792		N
5	11/27/2013	60.6	2,566	120,319	3,453		N
6	11/27/2013	60.6	3,126	86,014	2,343		N
			Totals:	810,309	23,825		

Formation or Depth	Top	Sand Type	Amount
		Gross Sand Drilled	
		Gross Sand Logged	
		Net Sand	
		Net Pay	

Move In	Spud Date	TD Date	Rig Release	1st Prod	Full Sales
10/08/2013	10/08/2013	10/07/2013	10/08/2013	12/04/2013	

Tbg Date	Depth	OD	ID	Weight	Grade	Thread	Csg Size	1st Jt	# Joints	Coil

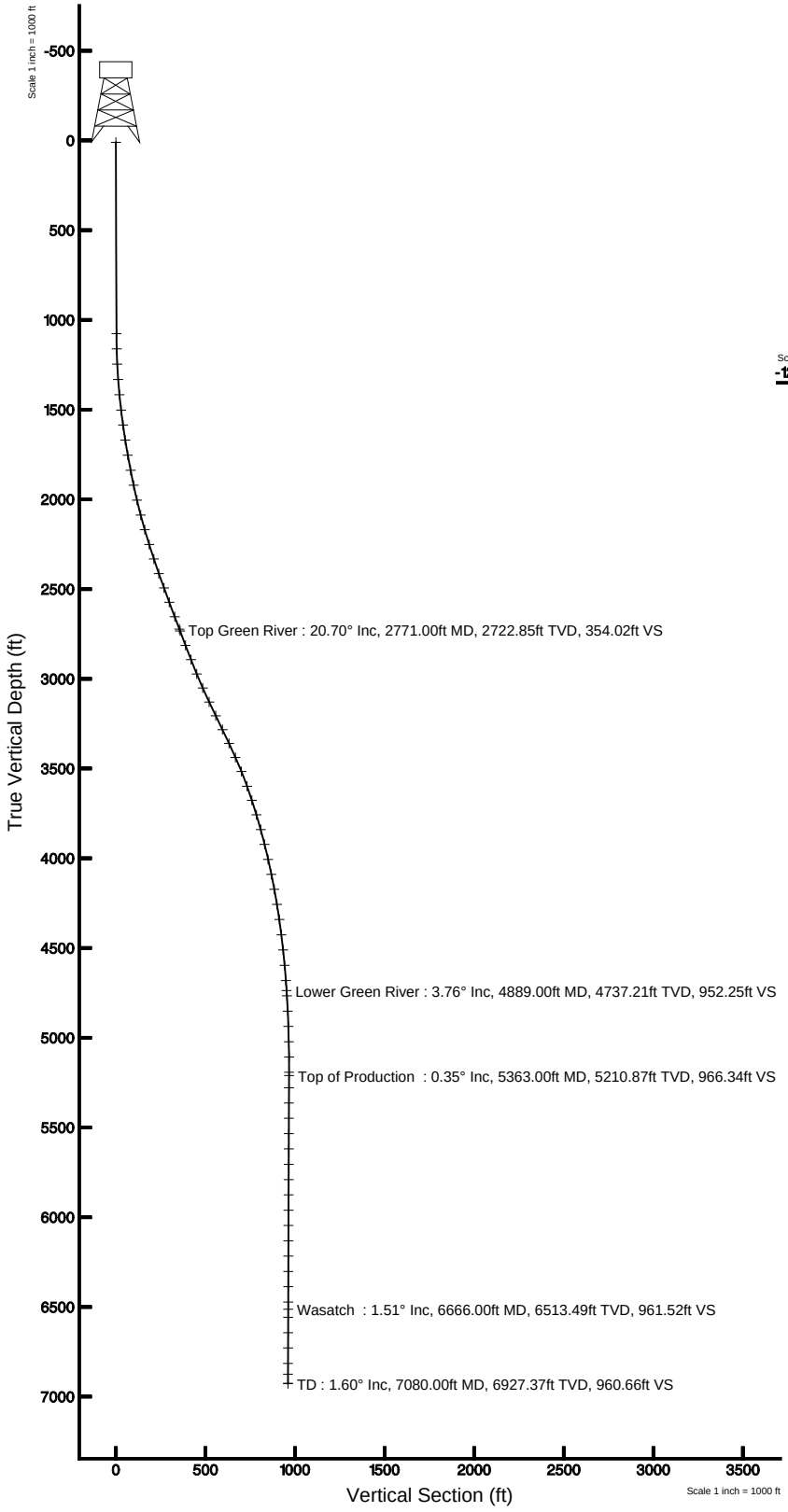
RECEIVED: Feb. 04, 2014

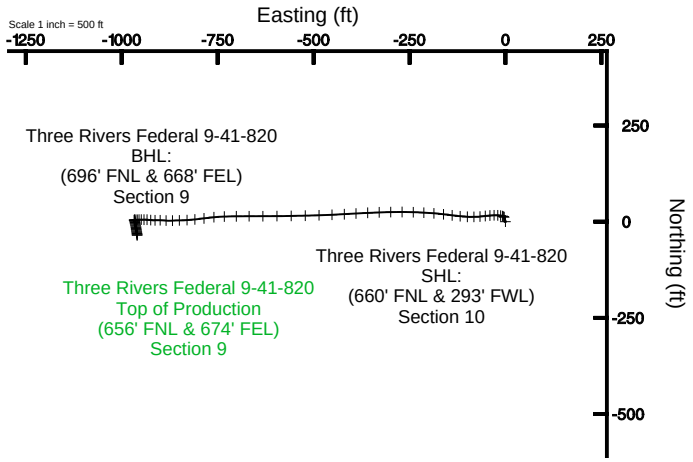
ULTRA RESOURCES, INC

Location:	Three Rivers	Slot:	Three Rivers Federal 9-41-820 (660' FNL & 293' FWL)
Field:	UINTAH COUNTY	Well:	Three Rivers Federal 9-41-820
Facility:	Sec.10-T8S-R20E	Wellbore:	Three Rivers Federal 9-41-820 AWB

Location Information

Facility Name			Grid East (US ft)	Grid North (US ft)	Latitude	Longitude
Sec.10-T8S-R20E			2153912.484	7225973.376	40°08'33.691"N	109°39'46.930"W
Slot	Local N (ft)	Local E (ft)	Grid East (US ft)	Grid North (US ft)	Latitude	Longitude
Three Rivers Federal 9-41-820 (660' FNL & 293' FWL)	-15.28	0.87	2153913.668	7225958.118	40°08'33.540"N	109°39'46.910"W
Rig on Three Rivers Federal 9-41-820 (RT) to Mud line (At Slot: Three Rivers Federal 9-41-820 (660' FNL & 293' FWL))					4734ft	
Mean Sea Level to Mud line (At Slot: Three Rivers Federal 9-41-820 (660' FNL & 293' FWL))					0ft	
Rig on Three Rivers Federal 9-41-820 (RT) to Mean Sea Level					4734ft	





RECEIVED: Feb. 04, 2014

Actual Wellpath Report

Three Rivers Federal 9-41-820 AWP

Page 1 of 4

REFERENCE WELLPATH IDENTIFICATION			
Operator	**ULTRA RESOURCES, INC**	Slot	**Three Rivers Federal 9-41-820 (660' FNL & 293' FWL)**
Area	**Three Rivers**	Well	**Three Rivers Federal 9-41-820**
Field	**UINTAH COUNTY**	Wellbore	**Three Rivers Federal 9-41-820 AWB**
Facility	**Sec.10-T8S-R20E**		

REPORT SETUP INFORMATION			
Projection System	**NAD83 / Lambert Utah SP, Central Zone (4302), US feet**	Software System	**WellArchitect® 3.0.0**
North Reference	**True**	User	**Ewilliams**
Scale	**0.999913**	Report Generated	**1/29/2014** at **2:18:24 PM**
Convergence at slot	**1.18° East**	Database/Source file	**WellArchitectDB/Three_Rivers_Federal_9-41-820_AWB.xml**

WELLPATH LOCATION	Local coordinates		Grid coordinates		Geographic coordinates	
	North[ft]	**East[ft]**	**Easting[US ft]**	**Northing[US ft]**	**Latitude**	**Longitude**
Slot Location	-19.33	4.66	2153917.54	7225954.15	**40°08'33.500"N**	**109°39'46.870"W**
Facility Reference Pt			2153912.48	7225973.38	**40°08'33.691"N**	**109°39'46.930"W**
Field Reference Pt			2156630.96	7236613.42	**40°10'18.270"N**	**109°39'09.100"W**

WELLPATH DATUM			
Calculation method	**Minimum curvature**	Rig on Three Rivers Federal 9-41-820 (RT) to Facility Vertical Datum	**4734.00ft**
Horizontal Reference Pt	**Slot**	Rig on Three Rivers Federal 9-41-820 (RT) to Mean Sea Level	**4734.00ft**
Vertical Reference Pt	**Rig on Three Rivers Federal 9-41-820 (RT)**	Rig on Three Rivers Federal 9-41-820 (RT) to Mud Line at Slot (Three Rivers Federal 9-41-820 (660' FNL & 293' FWL))	**4734.00ft**
MD Reference Pt	**Rig on Three Rivers Federal 9-41-820 (RT)**	Section Origin	**N 0.00, E 0.00 ft**
Field Vertical Reference	**Mean Sea Level**	Section Azimuth	**267.88°**

Actual Wellpath Report

Three Rivers Federal 9-41-820 AWP

REFERENCE WELLPATH IDENTIFICATION			
Operator	**ULTRA RESOURCES, INC**	Slot	**Three Rivers Federal 9-41-820 (660' FNL & 293' FWL)**
Area	**Three Rivers**	Well	**Three Rivers Federal 9-41-820**
Field	**UINTAH COUNTY**	Wellbore	**Three Rivers Federal 9-41-820 AWB**
Facility	**Sec.10-T8S-R20E**		

WELLPATH DATA (78 stations) † = interpolated/extrapolated station

MD [ft]	Inclination [°]	Azimuth [°]	TVD [ft]	Vert Sect [ft]	North [ft]	East [ft]	Latitude	Longitude	DLS [°/100ft]	Comments
0.00†	0.000	343.900	0.00	0.00	0.00	0.00	40°08'33.500"N	109°39'46.870"W	0.00	
10.00	0.000	343.900	10.00	0.00	0.00	0.00	40°08'33.500"N	109°39'46.870"W	0.00	
1076.00	1.300	343.900	1075.91	2.92	11.62	-3.35	40°08'33.615"N	109°39'46.913"W	0.12	
1161.00	1.600	306.500	1160.88	4.08	13.25	-4.57	40°08'33.631"N	109°39'46.929"W	1.14	
1246.00	2.500	289.000	1245.83	6.74	14.56	-7.28	40°08'33.644"N	109°39'46.964"W	1.28	
1332.00	4.400	279.000	1331.67	11.73	15.69	-12.31	40°08'33.655"N	109°39'47.029"W	2.31	
1417.00	5.900	273.700	1416.32	19.27	16.48	-19.89	40°08'33.663"N	109°39'47.126"W	1.85	
1503.00	6.900	267.900	1501.79	28.83	16.58	-29.47	40°08'33.664"N	109°39'47.249"W	1.38	
1587.00	7.700	265.600	1585.11	39.50	15.96	-40.12	40°08'33.658"N	109°39'47.387"W	1.01	
1672.00	8.800	263.300	1669.23	51.68	14.76	-52.26	40°08'33.646"N	109°39'47.543"W	1.35	
1757.00	10.200	264.800	1753.06	65.67	13.32	-66.21	40°08'33.632"N	109°39'47.723"W	1.67	
1843.00	11.200	268.300	1837.56	81.63	12.38	-82.14	40°08'33.622"N	109°39'47.928"W	1.39	
1928.00	12.000	273.400	1920.83	98.68	12.66	-99.22	40°08'33.625"N	109°39'48.148"W	1.53	
2013.00	13.300	275.500	2003.76	117.17	14.12	-117.77	40°08'33.640"N	109°39'48.386"W	1.62	
2099.00	14.900	277.300	2087.17	137.88	16.48	-138.58	40°08'33.663"N	109°39'48.654"W	1.93	
2184.00	16.500	276.600	2169.00	160.59	19.25	-161.42	40°08'33.690"N	109°39'48.948"W	1.90	
2270.00	17.400	274.200	2251.26	185.45	21.60	-186.37	40°08'33.713"N	109°39'49.270"W	1.33	
2355.00	18.300	272.900	2332.17	211.37	23.21	-212.38	40°08'33.729"N	109°39'49.605"W	1.16	
2441.00	19.400	272.600	2413.56	239.06	24.54	-240.13	40°08'33.742"N	109°39'49.962"W	1.28	
2526.00	20.600	270.200	2493.43	268.07	25.23	-269.19	40°08'33.749"N	109°39'50.336"W	1.71	
2611.00	20.300	269.200	2573.07	297.75	25.08	-298.88	40°08'33.748"N	109°39'50.719"W	0.54	
2697.00	20.700	268.000	2653.63	327.87	24.34	-328.99	40°08'33.740"N	109°39'51.106"W	0.67	
2771.00†	20.700	267.216	2722.85	354.02	23.25	-355.12	40°08'33.730"N	109°39'51.443"W	0.37	Top Green River
2782.00	20.700	267.100	2733.14	357.91	23.05	-359.01	40°08'33.728"N	109°39'51.493"W	0.37	
2868.00	20.700	265.900	2813.59	388.30	21.20	-389.35	40°08'33.709"N	109°39'51.883"W	0.49	
2953.00	21.400	266.900	2892.92	418.82	19.28	-419.82	40°08'33.691"N	109°39'52.276"W	0.93	
3039.00	22.400	267.900	2972.71	450.89	17.83	-451.86	40°08'33.676"N	109°39'52.688"W	1.24	
3124.00	24.300	268.000	3050.74	484.58	16.63	-485.53	40°08'33.664"N	109°39'53.122"W	2.24	
3210.00	25.100	268.700	3128.87	520.51	15.60	-521.45	40°08'33.654"N	109°39'53.584"W	0.99	
3295.00	26.000	269.000	3205.56	557.17	14.87	-558.10	40°08'33.647"N	109°39'54.056"W	1.07	
3381.00	25.600	269.700	3282.99	594.58	14.44	-595.53	40°08'33.643"N	109°39'54.538"W	0.58	
3466.00	25.200	269.700	3359.77	631.03	14.25	-631.99	40°08'33.641"N	109°39'55.008"W	0.47	
3552.00	24.100	270.000	3437.93	666.87	14.15	-667.85	40°08'33.640"N	109°39'55.470"W	1.29	
3637.00	22.100	269.300	3516.12	700.20	13.96	-701.20	40°08'33.638"N	109°39'55.899"W	2.37	
3725.00	19.700	268.100	3598.32	731.59	13.26	-732.58	40°08'33.631"N	109°39'56.303"W	2.77	
3808.00	18.500	264.500	3676.75	758.72	11.54	-759.67	40°08'33.614"N	109°39'56.652"W	2.03	
3893.00	17.100	262.300	3757.68	784.63	8.57	-785.48	40°08'33.585"N	109°39'56.984"W	1.83	
3979.00	15.200	264.300	3840.28	808.46	5.76	-809.23	40°08'33.557"N	109°39'57.290"W	2.30	
4064.00	13.200	266.600	3922.68	829.29	4.07	-830.01	40°08'33.540"N	109°39'57.558"W	2.44	
4150.00	13.300	269.500	4006.40	849.00	3.40	-849.70	40°08'33.534"N	109°39'57.811"W	0.78	
4235.00	11.400	265.800	4089.43	867.17	2.70	-867.86	40°08'33.527"N	109°39'58.045"W	2.42	
4320.00	11.300	275.100	4172.77	883.82	2.83	-884.53	40°08'33.528"N	109°39'58.260"W	2.15	
4406.00	9.400	271.400	4257.37	899.19	3.75	-899.95	40°08'33.537"N	109°39'58.458"W	2.34	
4491.00	8.500	266.700	4341.33	912.40	3.56	-913.16	40°08'33.535"N	109°39'58.628"W	1.36	
4577.00	6.900	279.400	4426.56	923.82	4.04	-924.60	40°08'33.540"N	109°39'58.776"W	2.71	

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Actual Wellpath Report

Three Rivers Federal 9-41-820 AWP

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REFERENCE WELLPATH IDENTIFICATION			
Operator	**ULTRA RESOURCES, INC**	Slot	**Three Rivers Federal 9-41-820 (660' FNL & 293' FWL)**
Area	**Three Rivers**	Well	**Three Rivers Federal 9-41-820**
Field	**UINTAH COUNTY**	Wellbore	**Three Rivers Federal 9-41-820 AWB**
Facility	**Sec.10-T8S-R20E**		

WELLPATH DATA (78 stations) † = interpolated/extrapolated station

MD [ft]	Inclination [°]	Azimuth [°]	TVD [ft]	Vert Sect [ft]	North [ft]	East [ft]	Latitude	Longitude	DLS [°/100ft]	Comments
4662.00	5.800	273.800	4511.04	933.10	5.15	-933.93	40°08'33.551"N	109°39'58.896"W	1.48	
4748.00	5.200	267.100	4596.64	941.32	5.24	-942.15	40°08'33.552"N	109°39'59.002"W	1.02	
4833.00	4.300	274.800	4681.35	948.33	5.32	-949.18	40°08'33.552"N	109°39'59.092"W	1.30	
4889.00†	3.763	269.664	4737.21	952.25	5.48	-953.11	40°08'33.554"N	109°39'59.143"W	1.15	Lower Green River
4918.00	3.500	266.400	4766.16	954.09	5.42	-954.94	40°08'33.553"N	109°39'59.166"W	1.15	
5004.00	2.800	261.800	4852.03	958.80	4.96	-959.64	40°08'33.549"N	109°39'59.227"W	0.86	
5089.00	2.400	275.200	4936.94	962.63	4.82	-963.47	40°08'33.547"N	109°39'59.276"W	0.85	
5175.00	1.800	258.400	5022.88	965.75	4.71	-966.58	40°08'33.546"N	109°39'59.316"W	0.99	
5260.00	0.400	127.800	5107.87	966.84	4.26	-967.66	40°08'33.542"N	109°39'59.330"W	2.45	
5345.00	0.300	119.100	5192.87	966.42	3.97	-967.23	40°08'33.539"N	109°39'59.324"W	0.13	
5363.00†	0.346	131.590	5210.87	966.34	3.91	-967.15	40°08'33.538"N	109°39'59.323"W	0.47	Top of Production
5431.00	0.600	155.700	5278.86	966.06	3.45	-966.85	40°08'33.534"N	109°39'59.320"W	0.47	
5516.00	0.800	157.500	5363.86	965.68	2.50	-966.44	40°08'33.525"N	109°39'59.314"W	0.24	
5601.00	1.000	163.900	5448.85	965.30	1.24	-966.00	40°08'33.512"N	109°39'59.309"W	0.26	
5687.00	1.200	175.700	5534.83	965.08	-0.38	-965.73	40°08'33.496"N	109°39'59.305"W	0.35	
5772.00	1.300	170.600	5619.81	964.93	-2.22	-965.50	40°08'33.478"N	109°39'59.302"W	0.18	
5858.00	1.400	169.500	5705.79	964.65	-4.22	-965.15	40°08'33.458"N	109°39'59.298"W	0.12	
5943.00	1.600	172.900	5790.76	964.39	-6.41	-964.82	40°08'33.436"N	109°39'59.293"W	0.26	
6028.00	1.600	166.100	5875.73	964.05	-8.74	-964.39	40°08'33.413"N	109°39'59.288"W	0.22	
6114.00	1.600	161.100	5961.69	963.46	-11.04	-963.71	40°08'33.391"N	109°39'59.279"W	0.16	
6199.00	1.400	171.600	6046.66	963.00	-13.19	-963.17	40°08'33.369"N	109°39'59.272"W	0.40	
6285.00	1.600	169.800	6132.63	962.72	-15.42	-962.81	40°08'33.347"N	109°39'59.268"W	0.24	
6370.00	1.600	174.800	6217.60	962.49	-17.77	-962.49	40°08'33.324"N	109°39'59.263"W	0.16	
6455.00	1.400	172.400	6302.57	962.32	-19.98	-962.24	40°08'33.302"N	109°39'59.260"W	0.25	
6540.00	1.600	169.000	6387.54	962.04	-22.17	-961.88	40°08'33.281"N	109°39'59.256"W	0.26	
6626.00	1.700	169.500	6473.51	961.67	-24.60	-961.42	40°08'33.257"N	109°39'59.250"W	0.12	
6666.00†	1.511	170.714	6513.49	961.52	-25.71	-961.23	40°08'33.246"N	109°39'59.247"W	0.48	Wasatch
6711.00	1.300	172.500	6558.48	961.40	-26.80	-961.06	40°08'33.235"N	109°39'59.245"W	0.48	
6797.00	1.400	168.100	6644.45	961.13	-28.79	-960.72	40°08'33.215"N	109°39'59.241"W	0.17	
6882.00	1.300	169.700	6729.43	960.81	-30.76	-960.33	40°08'33.196"N	109°39'59.236"W	0.13	
6968.00	1.200	179.000	6815.41	960.69	-32.62	-960.14	40°08'33.177"N	109°39'59.233"W	0.26	
7028.00	1.600	176.800	6875.39	960.69	-34.08	-960.08	40°08'33.163"N	109°39'59.232"W	0.67	
7080.00	1.600	176.800	6927.37	960.66	-35.53	-960.00	40°08'33.149"N	109°39'59.231"W	0.00	TD

WELLPATH COMPOSITION - Ref Wellbore: Three Rivers Federal 9-41-820 AWB Ref Wellpath: Three Rivers Federal 9-41-820 AWP

Start MD [ft]	End MD [ft]	Positional Uncertainty Model	Log Name/Comment	Wellbore
10.00	7028.00	MTC (Collar, post-2000) (Standard)	MWD	Three Rivers Federal 9-41-820 AWB
7028.00	7080.00	Blind Drilling (std)	Projection to bit	Three Rivers Federal 9-41-820 AWB

Actual Wellpath Report

Three Rivers Federal 9-41-820 AWP

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REFERENCE WELLPATH IDENTIFICATION			
Operator	**ULTRA RESOURCES, INC**	Slot	**Three Rivers Federal 9-41-820 (660' FNL & 293' FWL)**
Area	**Three Rivers**	Well	**Three Rivers Federal 9-41-820**
Field	**UINTAH COUNTY**	Wellbore	**Three Rivers Federal 9-41-820 AWB**
Facility	**Sec.10-T8S-R20E**		

WELLPATH COMMENTS

MD [ft]	Inclination [°]	Azimuth [°]	TVD [ft]	Comment
2771.00	20.700	267.216	2722.85	Top Green River
4889.00	3.763	269.664	4737.21	Lower Green River
5363.00	0.346	131.590	5210.87	Top of Production
6666.00	1.511	170.714	6513.49	Wasatch
7080.00	1.600	176.800	6927.37	TD

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Hydraulic Fracturing Fluid Product Component Information Disclosure

Job Start Date:	11/27/2013
Job End Date:	11/27/2013
State:	Utah
County:	Uintah
API Number:	43-047-53556-00-00
Operator Name:	Ultra Resources
Well Name and Number:	Three Rivers Federal 9-41-820
Longitude:	-109.66287000
Latitude:	40.14262000
Datum:	NAD27
Federal/Tribal Well:	NO
True Vertical Depth:	7,000
Total Base Water Volume (gal):	994,619
Total Base Non Water Volume:	0

Hydraulic Fracturing Fluid Composition:

Trade Name	Supplier	Purpose	Ingredients	Chemical Abstract Service Number (CAS #)	Maximum Ingredient Concentration in Additive (% by mass)**	Maximum Ingredient Concentration in HF Fluid (% by mass)**	Comments
2% KCL Water	Operator	Base Fluid					
			2% KCl Water	NA	100.00000	70.40188	Density = 8.410
Fresh Water	Operator	Base Fluid					
			Water	7732-18-5	100.00000	20.24550	Density = 8.330
SAND - PREMIUM WHITE	Halliburton	Proppant					
			Crystalline silica, quartz	14808-60-7	100.00000	8.79995	
HYDROCHLORIC ACID	Halliburton	Solvent					
			Hydrochloric acid	7647-01-0	60.00000	0.14935	
LoSurf-300D	Halliburton	Non-ionic Surfactant					
			Ethanol	64-17-5	60.00000	0.04782	
			Heavy aromatic petroleum naphtha	64742-94-5	30.00000	0.02391	
			Poly(oxy-1,2-ethanediyl), alpha-(4-nonylphenyl)-omega-hydroxy-, branched	127087-87-0	5.00000	0.00399	
			Naphthalene	91-20-3	5.00000	0.00399	
			1,2,4 Trimethylbenzene	95-63-6	1.00000	0.00080	
WG-36 GELLING AGENT	Halliburton	Gelling Agent					
			Guar gum	9000-30-0	100.00000	0.04449	

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BC-140	Halliburton	Crosslinker					
			Monoethanolamine borate	26038-87-9	60.00000	0.02659	
			Ethylene glycol	107-21-1	30.00000	0.01329	
Cla-Web	Halliburton	Additive					
			Ammonium salt	Confidential	60.00000	0.03098	
MX 2-2822	Multi-Chem	Scale Inhibitor					
			Methanol	67-56-1	30.00000	0.01457	
			Phosophate of a Diamine, Sodium Salt	Proprietary	30.00000	0.01457	
FE-1A ACIDIZING COMPOSITION	Halliburton	Additive					
			Acetic anhydride	108-24-7	100.00000	0.00584	
			Acetic acid	64-19-7	60.00000	0.00350	
FR-66	Halliburton	Friction Reducer					
			Hydrotreated light petroleum distillate	64742-47-8	30.00000	0.00734	
OPTIFLO-HTE	Halliburton	Breaker					
			Walnut hulls	NA	100.00000	0.00222	
			Crystalline silica, quartz	14808-60-7	30.00000	0.00066	
SP BREAKER	Halliburton	Breaker					
			Sodium persulfate	7775-27-1	100.00000	0.00146	
HAI-404M	Halliburton	Corrosion Inhibitor					
			Aldehyde	Confidential	30.00000	0.00032	
			Isopropanol	67-63-0	30.00000	0.00032	
			Methanol	67-56-1	30.00000	0.00032	
			Quaternary ammonium salt	Confidential	10.00000	0.00011	
			1-(Benzyl)quinolinium chloride	15619-48-4	10.00000	0.00011	
MC B-8614	Multi-Chem	Biocide					
			Glutaraldehyde	111-30-8	30.00000	0.00005	
			Alkyl	68424-85-1	5.00000	0.00001	
Ingredients shown above are subject to 29 CFR 1910.1200(i) and appear on Material Safety Data Sheets (MSDS). Ingredients shown below are Non-MSDS.							
		Other Ingredient(s)					
			Water	7732-18-5		0.35040	
		Other Ingredient(s)					
			Oxyalkylated phenolic resin	Confidential		0.02391	
		Other Ingredient(s)					
			Oxyalkylated phenolic resin	Confidential		0.00797	
		Other Ingredient(s)					
			Polyacrylamide copolymer	Confidential		0.00734	
		Other Ingredient(s)					
			Sodium chloride	7647-14-5		0.00380	
		Other Ingredient(s)					
			Quaternary amine	Confidential		0.00258	
		Other Ingredient(s)					

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			Bentonite, benzyl(hydrogenated tallow alkyl) dimethylammonium stearate complex	121888-68-4		0.00222	
		Other Ingredient(s)					
			Alcohols, C12-16, ethoxylated	68551-12-2		0.00133	
		Other Ingredient(s)					
			Ammonium chloride	12125-02-9		0.00122	
		Other Ingredient(s)					
			Fatty acid tall oil amide	Confidential		0.00122	
		Other Ingredient(s)					
			Cured acrylic resin	Confidential		0.00066	
		Other Ingredient(s)					
			Quaternary amine	Confidential		0.00052	
		Other Ingredient(s)					
			Surfactant mixture	Confidential		0.00044	
		Other Ingredient(s)					
			Surfactant mixture	Confidential		0.00044	
		Other Ingredient(s)					
			Silica gel	112926-00-8		0.00044	
		Other Ingredient(s)					
			Naphthenic acid ethoxylate	68410-62-8		0.00032	
		Other Ingredient(s)					
			Sorbitan monooleate polyoxyethylene derivative	9005-65-6		0.00024	
		Other Ingredient(s)					
			Sorbitan, mono-9-octadecenoate, (Z)	1338-43-8		0.00024	
		Other Ingredient(s)					
			Enzyme	Confidential		0.00011	
		Other Ingredient(s)					
			Fatty acids, tall oil	Confidential		0.00011	
		Other Ingredient(s)					
			Polyethoxylated fatty amine salt	61791-26-2		0.00011	
		Other Ingredient(s)					
			Ethoxylated amine	Confidential		0.00005	
		Other Ingredient(s)					
			Amine salts	Confidential		0.00005	
		Other Ingredient(s)					
			Quaternary amine	Confidential		0.00005	
		Other Ingredient(s)					
			Amine salts	Confidential		0.00005	
		Other Ingredient(s)					
			Crystalline Silica, Quartz	14808-60-7		0.00004	
		Other Ingredient(s)					
			C.I. Pigment Red 5	6410-41-9		0.00002	
		Other Ingredient(s)					
			Cured acrylic resin	Confidential		0.00002	

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		Other Ingredient(s)					
			Ammonium phosphate	7722-76-1		0.00001	
		Other Ingredient(s)					
			Sodium iodide	7681-82-5		0.00001	
		Other Ingredient(s)					
			Sodium sulfate	7757-82-6		0.00000	

* Total Water Volume sources may include fresh water, produced water, and/or recycled water
** Information is based on the maximum potential for concentration and thus the total may be over 100%

Note: For Field Development Products (products that begin with FDP), MSDS level only information has been provided.
Ingredient information for chemicals subject to 29 CFR 1910.1200(i) and Appendix D are obtained from suppliers Material Safety Data Sheets (MSDS)

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Stimulation Design Worksheet

Company	Ultra Petroleum	Three Rivers Fed. 9-41-820	API	43-047-53556	
Formation	Green River	Zone 1	Temperature	169	°F
Perfs	6513 - 6660	Fluid System: taFrac 140 (14) Hybrid			

Liquid Additives ----------

Stage	Fluid	Fluid	Prop Conc	Prop Total	Slurry Vol	Slurry Rate	Treating Pressure	Stage Pump Time	Exposure Time	WG-36 Gel	LoSurf-300D Surfactant	CLA-Web Clay Control	B-8614 Biocide	MX 2-2822 Scale Inh.	BC-140 Crosslinker	Optiflo-HTE Breaker	SP Breaker Breaker	FR-66 Frict. Red.
		(gal)	(ppg)	(lbs)	(bbls)	(bpm)	(psi)	(h:min:sec)	(h:min:sec)	(ppt)	(gpt)	(gpt)	(gpt)	(gpt)	(gpt)	(ppt)	(ppt)	(gpt)
1	Load & Break	438			10.4	6.2	1946	0:01:41	0:58:01		1.00	0.50	0.20					0.50
2	1000 gal 15% HCl Acid	1002			23.9	30.3	2837	0:00:47	0:56:20									
3	Pad	36175			861.3	55.4	2861	0:15:33	0:55:33		1.00	0.50	0.20	0.72				0.50
4	0.35#/gal 20/40 White	52143	0.35	18176	1261.1	61.3	2935	0:20:34	0:40:00		1.00	0.50	0.20	0.72				0.50
5	0.35#/gal 20/40 White	5038	0.34	1736	121.8	61.2	2879	0:01:59	0:19:26		1.00	0.50	0.20	2.00				0.50
6	Pad	6867			163.5	59.0	2915	0:02:46	0:17:27	18.00	1.00	0.50		0.25	1.80	1.00	0.50	
7	2.0 #/gal 20/40 White	10989	1.96	21582	284.9	58.0	2761	0:04:55	0:14:40	18.00	1.00	0.50		0.25	1.80	1.00	0.50	
8	4.0 #/gal 20/40 White	6232	3.96	24652	174.9	58.8	2627	0:02:59	0:09:46	18.00	1.00	0.50		0.25	1.80	1.00	1.00	
9	6.0 #/gal 20/40 White	6203	4.30	26668	176.4	58.6	2463	0:03:01	0:06:47	18.00	1.00	0.50			1.80	1.00	1.00	
10	Flush (+3 bbls)	6564			156.3	41.4	2435	0:03:47	0:03:47		1.00	0.50	0.20					0.50
										545.2	**130.6**	**65.3**	**20.1**	**80.0**	**54.5**	**30.3**	**21.4**	**50.2**
									Used	584	125	60	25	90	60	27	18	55
									% diff	7%	-4%	-8%	25%	13%	10%	-11%	-16%	10%
									Prime									
									Total	584	125	60	25	90	60	27	18	55

15% HCl Acid:	**1,000**	***gal***
Slickwater:	**100,360**	***gal***
18# DeltaFrac 140 (14):	**30,291**	***gal***
Total Fluid:	**131,651**	***gal***
Total Slurry:	**135,413**	***gal***
20/40 White:	**92,814**	***lbs***
Total Proppant:	**92,814**	***lbs***

92,814 3224.1

Average Rate 49.0

TOP PERF	6,513
BOTTOM PERF	6,660
MID PERF	6,587
BHT	169

BHT GRAD [°F/100-ft (+60')]

API #	43-047-53556
Sec. / Twp. / Rng.	S:10 / T:8S / R:20E
Well Name	Three Rivers Fed. 9-41-820
Company	Ultra Petroleum
Formation	Green River
Fluid Systems	18# DeltaFrac 140 (14) Hybrid
Date	November 26, 2013
Base Fluid, lb/gal	8.33
Sales Order #	900926360
County and State	Uintah, UT
Zone 1	

Total Perfs: 27			
Top Perf	Bottom Perf	SPF	# of shots
6513	6514	3	3
6526	6528	3	6
6549	6550	3	3
6573	6574	3	3
6607	6608	3	3
6626	6627	3	3
6646	6647	3	3
6659	6660	3	3

Start Time:	3:00 PM
End Time:	4:04 PM
Customer:	Joe Duncan

Stimulation Design Worksheet

Company	Ultra Petroleum	Three Rivers Fed. 9-41-820	API	43-047-53556	
Formation	Green River	Zone 2	Temperature	165	°F
Perfs	6321 - 6474	Fluid System: taFrac 140 (14) Hybrid			

Liquid Additives ----------

Stage	Fluid	Fluid	Prop Conc	Prop Total	Slurry Vol	Slurry Rate	Treating Pressure	Stage Pump Time	Exposure Time	WG-36 Gel	LoSurf-300D Surfactant	CLA-Web Clay Control	B-8614 Biocide	MX 2-2822 Scale Inh.	BC-140 Crosslinker	Optiflo-HTE Breaker	SP Breaker Breaker	FR-66 Frict. Red.
		(gal)	(ppg)	(lbs)	(bbls)	(bpm)	(psi)	(h:min:sec)	(h:min:sec)	(ppt)	(gpt)	(gpt)	(gpt)	(gpt)	(gpt)	(ppt)	(ppt)	(gpt)
1	Load & Break	203			4.8	7.3	1412	0:00:40	1:36:00		1.00	0.50	0.20					0.30
2	1000 gal 15% HCl Acid	945			22.5	11.0	1553	0:02:03	1:35:20									
3	Pad	62540			1489.0	55.9	2651	0:26:38	1:33:17		1.00	0.50	0.20	0.70				0.30
4	0.35#/gal 20/40 White	70939	0.35	24762	1715.7	58.3	3361	0:29:26	1:06:39		1.00	0.50	0.20	0.39				0.30
5	0.35#/gal 20/40 White	4929	0.35	1727	119.2	51.7	3764	0:02:18	0:37:14		1.00	0.50	0.20	2.00				0.30
6	Pad	9112			217.0	41.3	3687	0:05:15	0:34:55	18.00	1.00	0.50		0.25	1.90	1.00	0.50	
7	2.0 #/gal 20/40 White	19405	1.99	38585	503.6	40.8	3688	0:12:21	0:29:40	18.00	1.00	0.50		0.25	1.90	1.00	0.50	
8	4.0 #/gal 20/40 White	11006	3.98	43805	309.2	42.9	3560	0:07:13	0:17:19	18.00	1.00	0.50		0.25	1.90	1.00	1.00	
9	6.0 #/gal 20/40 White	8536	5.34	45586	252.4	43.9	3526	0:05:45	0:10:07	18.00	1.00	0.50			1.90	1.00	1.00	
10	Flush (+3 bbls)	6767			161.1	36.9	3851	0:04:22	0:04:22		1.00	0.50	0.20					0.30
										865.1	193.4	96.7	29.1	91.2	91.3	48.1	33.8	43.6
									Used	814	190	65	25	100	90	37	29	45
									% diff	-6%	-2%	-33%	-14%	10%	-1%	-23%	-14%	3%
									Prime									
									Total	814	190	65	25	100	90	37	29	45

		154,465
15% HCl Acid:	**1,000**	***gal***
Slickwater:	**145,323**	***gal***
18# DeltaFrac 140 (14):	**48,059**	***gal***
Total Fluid:	**194,382**	***gal***
Total Slurry:	**201,168**	***gal***
20/40 White:	**154,465**	***lbs***
Total Proppant:	**154,465**	***lbs***

4789.7

Average Rate 39.0

TOP PERF	6,321
BOTTOM PERF	6,474
MID PERF	6,398
BHT	165

BHT GRAD [°F/100-ft (+60°)]

API #	43-047-53556
Sec. / Twp. / Rng.	S:10 / T:8S / R:20E
Well Name	Three Rivers Fed. 9-41-820
Company	Ultra Petroleum
Formation	Green River
Fluid Systems	18# DeltaFrac 140 (14) Hybrid
Date	November 26, 2013
Base Fluid, lb/gal	8.33
Sales Order #	900926360
County and State	Uintah, UT
Zone 2	

Total Perfs: 39			
Top Perf	Bottom Perf	SPF	# of shots
6321	6322	3	3
6333	6334	3	3
6346	6347	3	3
6364	6365	3	3
6404	6405	3	3
6415	6416	3	3
6429	6430	3	3
6438	6440	3	6
6452	6454	3	6
6459	6460	3	3
6473	6474	3	3

Start Time:	5:58 PM
End Time:	7:34 PM
Customer:	Joe Duncan

Stimulation Design Worksheet

Company	Ultra Petroleum	Three Rivers Fed. 9-41-820	API	43-047-53556	
Formation	Green River	Zone 3 Temperature	162	°F	
Perfs	6145 - 6296	Fluid System: taFrac 140 (14) Hybrid			

Liquid Additives ----------

Stage	Fluid	Fluid	Prop Conc	Prop Total	Slurry Vol	Slurry Rate	Treating Pressure	Stage Pump Time	Exposure Time	WG-36 Gel	LoSurf-300D Surfactant	CLA-Web Clay Control	B-8614 Biocide	MX 2-2822 Scale Inh.	BC-140 Crosslinker	Optiflo-HTE Breaker	SP Breaker Breaker	FR-66 Frict. Red.
		(gal)	(ppg)	(lbs)	(bbls)	(bpm)	(psi)	(h:min:sec)	(h:min:sec)	(ppt)	(gpt)	(gpt)	(gpt)	(gpt)	(gpt)	(ppt)	(ppt)	(gpt)
1	Load & Break	257			6.1	6.9	885	0:00:53	1:40:07		1.00	0.50	0.20					0.30
2	1000 gal 15% HCl Acid	1000			23.8	6.7	1044	0:03:33	1:39:14									
3	Pad	66163			1575.3	55.5	2174	0:28:23	1:35:41		1.00	0.50	0.20	0.36				0.30
4	0.35#/gal 20/40 White	101997	0.35	35620	2466.9	60.1	2269	0:41:03	1:07:18		1.00	0.50	0.20	0.36				0.30
5	0.35#/gal 20/40 White	4986	0.34	1705	120.6	58.4	2317	0:02:04	0:26:15		1.00	0.50	0.20	2.00				0.30
6	Pad	3737			89.0	57.7	2364	0:01:33	0:24:11	18.00	1.00	0.50		0.25	1.80	1.00	0.50	
7	2.0 #/gal 20/40 White	22661	1.98	44850	587.9	61.0	2416	0:09:38	0:22:38	18.00	1.00	0.50		0.25	1.80	1.00	0.50	
8	4.0 #/gal 20/40 White	12720	3.98	50590	357.4	61.4	2350	0:05:49	0:13:00	18.00	1.00	0.50		0.25	1.80	1.00	1.00	
9	6.0 #/gal 20/40 White	9467	5.08	48060	277.2	61.1	2260	0:04:32	0:07:11	18.00	1.00	0.50			1.80	1.00	1.00	
10	Flush (+3 bbls)	6913			164.6	62.2	2336	0:02:39	0:02:39		1.00	0.50	0.20					0.30
										874.5	**228.9**	**114.5**	**36.1**	**80.0**	**87.5**	**48.6**	**35.4**	**54.1**
									Used	1059	230	130	30	85	90	45	30	55
									% diff	21%	0%	14%	-17%	6%	3%	-7%	-15%	
									Prime									
									Total	1059	230	130	30	85	90	45	30	55

15% HCl Acid:	**1,000**	***gal***
Slickwater:	**180,316**	***gal***
18# DeltaFrac 140 (14):	**48,585**	***gal***
Total Fluid:	**229,901**	***gal***
Total Slurry:	**237,826**	***gal***
20/40 White:	**180,825**	***lbs***
Total Proppant:	**180,825**	***lbs***

180,825 5662.5

Average Rate 49.1

TOP PERF	6,145
BOTTOM PERF	6,296
MID PERF	6,221
BHT	169

BHT GRAD [°F/100-ft (+60°)]

API #	43-047-53556
Sec. / Twp. / Rng.	S:10 / T:8S / R:20E
Well Name	Three Rivers Fed. 9-41-820
Company	Ultra Petroleum
Formation	Green River
Fluid Systems	18# DeltaFrac 140 (14) Hybrid
Date	November 27, 2013
Base Fluid, lb/gal	8.33
Sales Order #	900926360
County and State	Uintah, UT
Zone 3	

Total Perfs: 36			
Top Perf	Bottom Perf	SPF	# of shots
6145	6146	3	3
6173	6175	3	6
6184	6185	3	3
6195	6196	3	3
6218	6219	3	3
6227	6228	3	3
6241	6242	3	3
6257	6258	3	3
6288	6290	3	6
6295	6296	3	3

Start Time:	7:18 AM
End Time:	9:00 AM
Customer:	Joe Duncan

Stimulation Design Worksheet

Company
Formation Green River
Perfs 5615 - 6118

Three Rivers Fed. 9-41-820 API 43-047-53556
Zone 4 Temperature 156 °F
Fluid System: taFrac 140 (12) Hybrid

Liquid Additives ----------

Stage	Fluid	Fluid	Prop Conc	Prop Total	Slurry Vol	Slurry Rate	Treating Pressure	Stage Pump Time	Exposure Time	WG-36 Gel	LoSurf-300D Surfactant	CLA-Web Clay Control	B-8614 Biocide	MX 2-2822 Scale Inh.	BC-140 Crosslinker	Optiflo-HTE Breaker	SP Breaker Breaker	FR-66 Frict. Red.
		(gal)	(ppg)	(lbs)	(bbls)	(bpm)	(psi)	(h:min:sec)	(h:min:sec)	(ppt)	(gpt)	(gpt)	(gpt)	(gpt)	(gpt)	(ppt)	(ppt)	(gpt)
1	Load & Break	310			7.4	8.7	2282	0:00:51	1:28:00		1.00	0.50	0.20					0.30
2	1000 gal 15% HCl Acid	1004			23.9	10.0	2161	0:02:23	1:27:09									
3	Pad	55242			1315.3	55.0	2652	0:23:55	1:24:46		1.00	0.50	0.20	0.42				0.30
4	0.5#/gal 20/40 White	93551	0.50	46670	2277.7	60.1	2730	0:37:54	1:00:51		1.00	0.50	0.20	0.42				0.30
5	0.5#/gal 20/40 White	5028	0.49	2472	122.4	60.2	3012	0:02:02	0:22:57	16.00	1.00	0.50	0.20	2.00	1.60			0.30
6	Pad	871			20.7	60.5	3007	0:00:21	0:20:55	16.00	1.00	0.50		0.25	1.60	1.00	0.50	
7	2.0 #/gal 20/40 White	19373	1.98	38390	502.6	60.1	2912	0:08:22	0:20:34	16.00	1.00	0.50		0.25	1.60	1.00	0.50	
8	4.0 #/gal 20/40 White	10982	3.96	43450	308.3	59.8	2727	0:05:09	0:12:13	16.00	1.00	0.50		0.25	1.60	1.00	1.00	
9	6.0 #/gal 20/40 White	9005	4.99	44890	262.8	59.3	2704	0:04:26	0:07:03	16.00	1.00	0.50			1.60	1.00	1.00	
10	Flush (+3 bbls)	5899			140.5	53.5	2586	0:02:38	0:02:38		1.00	0.50	0.20					0.30
										724.1	**200.3**	**100.1**	**32.0**	**80.0**	**72.4**	**40.2**	**30.1**	**48.0**
									Used	719	195	125	30	85	85	42	20	45
									% diff	-1%	-3%	25%	-6%	6%	17%	4%	-34%	-6%
									Prime									
									Total	719	195	125	30	85	85	42	20	45

15% HCl Acid:	**1,000**	***gal***
Slickwater:	**160,034**	***gal***
16# DeltaFrac 140 (12):	**40,231**	***gal***
Total Fluid:	**201,265**	***gal***
Total Slurry:	**208,913**	***gal***
20/40 White:	**175,872**	***lbs***
Total Proppant:	**175,872**	***lbs***

175,872 4974.1

Average Rate 48.7

TOP PERF	5,615
BOTTOM PERF	6,118
MID PERF	5,867
BHT	[illegible]

BHT GRAD [°F/100-ft (+60°)]

API #	43-047-53556
Sec. / Twp. / Rng.	S:10 / T:8S / R:20E
Well Name	Three Rivers Fed. 9-41-820
Company	
Formation	Green River
Fluid Systems	16# DeltaFrac 140 (12) Hybrid
Date	November 27, 2013
Base Fluid, lb/gal	8.33
Sales Order #	900926360
County and State	Uintah, UT
Zone 4	

Total Perfs: 36			
Top Perf	Bottom Perf	SPF	# of shots
5887	5888	3	3
5901	5902	3	3
5615	5616	3	3
5966	5968	3	6
5980	5981	3	3
6008	6009	3	3
6041	6042	3	3
6073	6074	3	3
6083	6084	3	3
6116	6118	3	6

Start Time:	10:14 AM
End Time:	11:42 AM
Customer:	Joe Duncan

Stimulation Design Worksheet

Company	Ultra Petroleum	Three Rivers Fed. 9-41-820	API	43-047-53556	
Formation	Green River	Zone 5	Temperature	154	°F
Perfs	5626 - 5855	Fluid System: taFrac 140 (12) Hybrid			

Liquid Additives ----------

Stage	Fluid	Fluid	Prop Conc	Prop	Slurry Vol	Slurry	Treating	Stage	Exposure	WG-36	LoSurf-300D	CLA-Web	B-8614	MX 2-2822	BC-140	Optiflo-HTE	SP Breaker	FR-66
				Total		Rate	Pressure	Pump Time	Time	Gel	Surfactant	Clay Control	Biocide	Scale Inh.	Crosslinker	Breaker	Breaker	Frict. Red.
		(gal)	(ppg)	(lbs)	(bbls)	(bpm)	(psi)	(h:min:sec)	(h:min:sec)	(ppt)	(gpt)	(gpt)	(gpt)	(gpt)	(gpt)	(ppt)	(ppt)	(gpt)
1	Load & Break	567			13.5	8.7	2063	0:01:33	1:04:58		1.00	0.50	0.20					0.30
2	1000 gal 15% HCl Acid	1000			23.8	10.4	2174	0:02:17	1:03:25									
3	Pad	38190			909.3	52.2	2649	0:17:25	1:01:08		1.00	0.50	0.20	0.63				0.30
4	0.5#/gal 20/40 White	62211	0.50	30990	1514.6	60.7	2555	0:24:57	0:43:43		1.00	0.50	0.20	0.63				0.30
5	0.5#/gal 20/40 White	5014	0.49	2479	122.1	60.8	2603	0:02:00	0:18:46	16.00	1.00	0.50	0.20	2.00	1.60			0.30
6	Pad	4613			109.8	61.1	2636	0:01:48	0:16:45	16.00	1.00	0.50		0.25	1.40	1.00	0.50	
7	2.0 #/gal 20/40 White	13239	1.97	26030	343.3	60.7	2683	0:05:39	0:14:57	16.00	1.00	0.50		0.25	1.40	1.00	0.50	
8	4.0 #/gal 20/40 White	7505	3.95	29640	210.6	60.5	2457	0:03:29	0:09:18	16.00	1.00	0.50		0.25	1.40	1.00	1.00	
9	6.0 #/gal 20/40 White	7023	4.44	31180	200.8	60.3	2271	0:03:20	0:05:49	16.00	1.00	0.50			1.40	1.00	1.00	
10	Flush (+3 bbls)	5648			134.5	54.0	2353	0:02:29	0:02:29		1.00	0.50	0.20					0.30
										598.3	**144.0**	**72.0**	**22.3**	**80.0**	**53.4**	**32.4**	**23.5**	**33.5**
									Used	577	140	79	27	75	50	31	22	30
									% diff	-4%	-3%	10%	21%	-6%	-6%	-4%	-6%	-10%
									Prime									
									Total	577	140	79	27	75	50	31	22	30

15% HCl Acid:	**1,000**	***gal***
Slickwater:	**111,630**	***gal***
16# DeltaFrac 140 (12):	**32,380**	***gal***
Total Fluid:	**145,010**	***gal***
Total Slurry:	**149,887**	***gal***
20/40 White:	**120,319**	***lbs***
Total Proppant:	**120,319**	***lbs***

120,319 3568.7

Average Rate 48.9

TOP PERF	5,626
BOTTOM PERF	5,855
MID PERF	5,741
BHT	154

BHT GRAD [°F/100-ft (+60°)]

API #	43-047-53556
Sec. / Twp. / Rng.	S:10 / T:8S / R:20E
Well Name	Three Rivers Fed. 9-41-820
Company	Ultra Petroleum
Formation	Green River
Fluid Systems	16# DeltaFrac 140 (12) Hybrid
Date	November 27, 2013
Base Fluid, lb/gal	8.33
Sales Order #	900926360
County and State	Uintah, UT
Zone 5	

Total Perfs: 36

Top Perf	Bottom Perf	SPF	# of shots
5626	5627	3	3
5659	5660	3	3
5685	5688	3	3
5706	5707	3	3
5728	5730	3	6
5745	5746	3	3
5764	5766	3	6
5785	5786	3	3
5810	5811	3	3
5854	5855	3	3

Start Time:	12:54 PM
End Time:	1:58 PM
Customer:	Joe Duncan

Stimulation Design Worksheet

Company Ultra Petroleum | Three Rivers Fed. 9-41-820 | API 43-047-53556
Formation Green River | Zone 6 | Temperature 146 °F
Perfs 5125 - 5364 | Fluid System: taFrac 140 (12) Hybrid

Liquid Additives ----------

Stage	Fluid	Fluid	Prop Conc	Prop Total	Slurry Vol	Slurry Rate	Treating Pressure	Stage Pump Time	Exposure Time	WG-36 Gel	LoSurf-300D Surfactant	CLA-Web Clay Control	B-8614 Biocide	MX 2-2822 Scale Inh.	BC-140 Crosslinker	Optiflo-HTE Breaker	SP Breaker Breaker	FR-66 Frict. Red.
		(gal)	(ppg)	(lbs)	(bbls)	(bpm)	(psi)	(h:min:sec)	(h:min:sec)	(ppt)	(gpt)	(gpt)	(gpt)	(gpt)	(gpt)	(ppt)	(ppt)	(gpt)
1	Load & Break	614			14.6	7.2	2596	0:02:02	0:49:57		1.00	0.50	0.20					0.50
2	1000 gal 15% HCl Acid	1004			23.9	9.9	2851	0:02:25	0:47:55									
3	Pad	24828			591.1	38.2	3003	0:15:28	0:45:30		1.00	0.50	0.20	1.06				0.30
4	0.5#/gal 20/40 White	37594	0.50	18690	915.2	61.2	3138	0:14:57	0:30:01		1.00	0.50	0.20	1.06				0.30
5	0.5#/gal 20/40 White	5074	0.47	2404	123.4	60.6	3236	0:02:02	0:15:04	16.00	1.00	0.50	0.20	2.00	1.40			0.30
6	Pad	490			11.7	59.5	3235	0:00:12	0:13:02	16.00	1.00	0.50		0.25	1.40	1.00	0.50	
7	2.0 #/gal 20/40 White	8375	1.97	16520	217.2	61.0	3317	0:03:34	0:12:50	16.00	1.00	0.50		0.25	1.30	1.00	0.50	
8	4.0 #/gal 20/40 White	4767	3.94	18780	133.7	60.7	3220	0:02:12	0:09:17	16.00	1.00	0.50		0.25	1.30	1.00	1.00	
9	6.0 #/gal 20/40 White	10617	2.79	29620	284.7	60.9	2983	0:04:40	0:07:04	16.00	1.00	0.50			1.30	1.00	1.00	
10	Flush (Top Perf)	5047			120.2	50.1	2584	0:02:24	0:02:24		1.00	0.50	0.20					0.30
										469.2	**97.4**	**48.7**	**14.6**	**80.0**	**38.7**	**24.2**	**19.8**	**22.1**
									Used	415	90	60	13	78	33	22	15	25
									% diff	-12%	-8%	23%	-11%	-3%	-15%	-9%	-24%	13%
									Prime									
									Total	415	90	60	13	78	33	22	15	25

15% HCl Acid:	**1,000**	***gal***
Slickwater:	**73,161**	***gal***
16# DeltaFrac 140 (12):	**24,249**	***gal***
Total Fluid:	**98,410**	***gal***
Total Slurry:	**101,688**	***gal***
20/40 White:	**86,014**	***lbs***
Total Proppant:	**86,014**	***lbs***

86,014 2421.1

Average Rate 46.9

TOP PERF	5,125
BOTTOM PERF	5,364
MID PERF	5,244
BHT	146

BHT GRAD [°F/100-ft (+60°)]

API #	43-047-53556
Sec. / Twp. / Rng.	S:10 / T:8S / R:20E
Well Name	Three Rivers Fed. 9-41-820
Company	Ultra Petroleum
Formation	Green River
Fluid Systems	16# DeltaFrac 140 (12) Hybrid
Date	November 27, 2013
Base Fluid, lb/gal	8.33
Sales Order #	900926360
County and State	Uintah, UT
Zone 6	

Total Perfs: 21			
Top Perf	Bottom Perf	SPF	# of shots
5125	5126	3	3
5145	5146	3	3
5223	5224	3	3
5279	5280	3	3
5334	5335	3	3
5354	5355	3	3
5363	5364	3	3

Start Time:	3:08 PM
End Time:	4:00 PM
Customer:	Joe Duncan

ULTRA RESOURCES, INC.
PERFORATION AND FRAC SUMMARY FOR THREE RIVERS FED 9-41-820

Well Name:	THREE RIVERS FED 9-41-820	Fracs Planned:	6
Location:	UINTAH County, UTAH (NWNW 010 8S 20E)		

Stage 1 — Initial Completion

Frac Date:	11/26/2013	Avg Rate:	29.0 BPM	Avg Pressure:	1,317 PSI
Proppant:	92,814 lbs total 92814 lbs Sand	Max Rate:	62.8 BPM	Max Pressure:	1,773 PSI
Initial Annulus Pressure:		Final Annulus Pressure:		Pump Down Volume:	
PreFrac SICP:	1,317 PSI	ISIP:	1,773 PSI	Base BBLS to Recover:	3,135 BBLs
Pseudo Frac Gradient:	0.699 PSI/FT	Pseudo Frac Gradient:	13.442 LB/GAL		
		Net Pressure:		Total BBLS to Recover:	3,135 BBLs
Breakdown Pressure:	3569	Breakdown Rate:	6.9	Perfs Open:	25
ScreenOut:	No	Tracer:	(None)		

Zones:	Perf Date	SPF	Perf Interval: From	To
1	11/21/2013	3	6,513	6,514
2	11/21/2013	3	6,526	6,528
3	11/21/2013	3	6,549	6,550
4	11/21/2013	3	6,573	6,574
5	11/21/2013	3	6,607	6,608
6	11/21/2013	3	6,626	6,627
7	11/21/2013	3	6,646	6,647
8	11/21/2013	3	6,659	6,660

Stage 2 — Initial Completion

Frac Date:	11/26/2013	Avg Rate:	39.0 BPM	Avg Pressure:	3,105 PSI
Proppant:	154,465 lbs total 154465 lbs Sand	Max Rate:	61.2 BPM	Max Pressure:	4,025 PSI
Initial Annulus Pressure:		Final Annulus Pressure:		Pump Down Volume:	
PreFrac SICP:	1,080 PSI	ISIP:	3,329 PSI	Base BBLS to Recover:	4,628 BBLs
Pseudo Frac Gradient:	0.947 PSI/FT	Pseudo Frac Gradient:	18.210 LB/GAL		
		Net Pressure:		Total BBLS to Recover:	4,628 BBLs
Breakdown Pressure:	3395	Breakdown Rate:	7.1	Perfs Open:	29
ScreenOut:	No	Tracer:	(None)		

Zones:	Perf Date	SPF	Perf Interval: From	To
11	11/26/2013	3	6,321	6,322
10	11/26/2013	3	6,333	6,334
9	11/26/2013	3	6,346	6,347
8	11/26/2013	3	6,364	6,365
7	11/26/2013	3	6,404	6,405
6	11/26/2013	3	6,415	6,416
5	11/26/2013	3	6,429	6,430
4	11/26/2013	3	6,438	6,440
3	11/26/2013	3	6,452	6,454
2	11/26/2013	3	6,459	6,460
1	11/26/2013	3	6,473	6,474

Stage 3 — Initial Completion

Frac Date:	11/27/2013	Avg Rate:	49.1 BPM	Avg Pressure:	2,042 PSI
Proppant:	180,825 lbs total 180825 lbs Sand	Max Rate:	62.3 BPM	Max Pressure:	4,030 PSI
Initial Annulus Pressure:		Final Annulus Pressure:		Pump Down Volume:	
PreFrac SICP:	1,141 PSI	ISIP:	1,461 PSI	Base BBLS to Recover:	5,474 BBLs
Pseudo Frac Gradient:	0.665 PSI/FT	Pseudo Frac Gradient:	12.786 LB/GAL		
		Net Pressure:		Total BBLS to Recover:	5,474 BBLs
Breakdown Pressure:	2795	Breakdown Rate:	55.6	Perfs Open:	35
ScreenOut:	No	Tracer:	(None)		

Zones:	Perf Date	SPF	Perf Interval: From	To
10	11/26/2013	3	6,145	6,146
9	11/26/2013	3	6,173	6,175
8	11/26/2013	3	6,184	6,185
7	11/26/2013	3	6,195	6,196
6	11/26/2013	3	6,218	6,219
5	11/26/2013	3	6,227	6,228
4	11/26/2013	3	6,241	6,242
3	11/26/2013	3	6,257	6,258
2	11/26/2013	3	6,288	6,290
1	11/26/2013	3	6,295	6,296

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Stage 4	Frac Date:	11/27/2013	Avg Rate:	59.5 BPM	Avg Pressure: 2,724 PSI
Initial Completion	Proppant:	175,872 lbs total 175872 lbs Sand	Max Rate:	61.7 BPM	Max Pressure: 3,777 PSI
	Initial Annulus Pressure:		Final Annulus Pressure:		Pump Down Volume:
	PreFrac SICP:	1,533 PSI	ISIP:	1,712 PSI	Base BBLS to Recover: 4,792 BBLs
	Pseudo Frac Gradient:	0.713 PSI/FT	Pseudo Frac Gradient:	13.704 LB/GAL	
			Net Pressure:		Total BBLS to Recover: 4,792 BBLs
	Breakdown Pressure:	3141	Breakdown Rate:	9.8	Perfs Open: 36
	ScreenOut:	No	Tracer:	(None)	

Zones:	Perf Date	SPF	Perf Interval: From	To
10	11/27/2013	3	5,887	5,888
9	11/27/2013	3	5,901	5,902
8	11/27/2013	3	5,915	5,916
7	11/27/2013	3	5,966	5,968
6	11/27/2013	3	5,980	5,981
5	11/27/2013	3	6,008	6,009
4	11/27/2013	3	6,041	6,042
3	11/27/2013	3	6,073	6,075
2	11/27/2013	3	6,083	6,084
1	11/27/2013	3	6,116	6,118

Stage 5	Frac Date:	11/27/2013	Avg Rate:	60.6 BPM	Avg Pressure: 2,566 PSI
Initial Completion	Proppant:	120,319 lbs total 120319 lbs Sand	Max Rate:	61.4 BPM	Max Pressure: 3,734 PSI
	Initial Annulus Pressure:		Final Annulus Pressure:		Pump Down Volume:
	PreFrac SICP:	1,705 PSI	ISIP:	1,863 PSI	Base BBLS to Recover: 3,453 BBLs
	Pseudo Frac Gradient:	0.751 PSI/FT	Pseudo Frac Gradient:	14.442 LB/GAL	
			Net Pressure:		Total BBLS to Recover: 3,453 BBLs
	Breakdown Pressure:	2249	Breakdown Rate:	8.3	Perfs Open: 36
	ScreenOut:	No	Tracer:	(None)	

Zones:	Perf Date	SPF	Perf Interval: From	To
10	11/27/2013	3	5,626	5,627
9	11/27/2013	3	5,659	5,660
8	11/27/2013	3	5,685	5,686
7	11/27/2013	3	5,706	5,707
6	11/27/2013	3	5,728	5,730
5	11/27/2013	3	5,745	5,476
4	11/27/2013	3	5,764	5,766
3	11/27/2013	3	5,785	5,786
2	11/27/2013	3	5,810	5,811
1	11/27/2013	3	5,854	5,855

Stage 6	Frac Date:	11/27/2013	Avg Rate:	60.6 BPM	Avg Pressure: 3,126 PSI
Initial Completion	Proppant:	86,014 lbs total 86014 lbs Sand	Max Rate:	62.8 BPM	Max Pressure: 4,077 PSI
	Initial Annulus Pressure:		Final Annulus Pressure:		Pump Down Volume:
	PreFrac SICP:	1,154 PSI	ISIP:	1,364 PSI	Base BBLS to Recover: 2,343 BBLs
	Pseudo Frac Gradient:	0.687 PSI/FT	Pseudo Frac Gradient:	13.213 LB/GAL	
			Net Pressure:		Total BBLS to Recover: 2,343 BBLs
	Breakdown Pressure:	2969	Breakdown Rate:	8.7	Perfs Open: 21
	ScreenOut:	No	Tracer:	(None)	

Zones:	Perf Date	SPF	Perf Interval: From	To
7	11/27/2013	3	5,125	5,126
6	11/27/2013	3	5,145	5,146
5	11/27/2013	3	5,223	5,224
4	11/27/2013	3	5,279	5,280
3	11/27/2013	3	5,334	5,335
2	11/27/2013	3	5,354	5,354
1	11/27/2013	3	5,363	5,364

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ULTRA RESOURCES, INC.
DAILY COMPLETION REPORT FOR 10/13/2013 TO 01/10/2014

Well Name	THREE RIVERS FED 9-41-820	Fracs Planned	6
Location:	UINTAH County, UTAH(NWNW 10 8S 20E)	AFE#	130514
Total Depth Date:	10/07/2013 TD 7,080	Formation:	(Not Specified)
Production Casing:	Size 5.500 Wt 17.000 Grade Set At 7,053	GL:	KB: -13

Date:	10/13/2013				
Supervisor:	(Missing)				
Work Objective:	Bond log & perforate				
Contractors:	(Missing)				
Completion Rig:	(Missing)			Supervisor Phone:	(Missing)
Upcoming Activity:	Perforating				
Costs ($):	Daily: 0	Cum:	92,518	AFE:	0

Date:	10/14/2013				
Supervisor:	(Missing)				
Work Objective:	(Nothing Recorded)				
Contractors:	(Missing)				
Completion Rig:	(Missing)			Supervisor Phone:	(Missing)
Upcoming Activity:					
Costs ($):	Daily: 27,771	Cum:	120,289	AFE:	0

Date:	10/15/2013				
Supervisor:	(Missing)				
Work Objective:	(Nothing Recorded)				
Contractors:	(Missing)				
Completion Rig:	(Missing)			Supervisor Phone:	(Missing)
Upcoming Activity:					
Costs ($):	Daily: 712	Cum:	121,001	AFE:	0

Date:	10/17/2013				
Supervisor:	Joe Duncan				
Work Objective:	Logging				
Contractors:	(Missing)				
Completion Rig:	(Missing)			Supervisor Phone:	(Missing)
Upcoming Activity:					
Activities					
0600-0600	MIRU JW WLU. Run GR/CBL/CCL fr/7,004' to surface. TOC @ 1,485'. POH RDMO WLU. SDFN.				
Costs ($):	Daily: 0	Cum:	121,001	AFE:	0

Date:	10/18/2013				
Supervisor:	(Missing)				
Work Objective:	(Nothing Recorded)				
Contractors:	(Missing)				
Completion Rig:	(Missing)			Supervisor Phone:	(Missing)
Upcoming Activity:					
Activities					
0600-0600	MIRU JW WLU. Run GR/CBL/CCL fr/7,004' to surface. TOC @ 1,485'. POH RDMO WLU. SDFN.				
Costs ($):	Daily: 0	Cum:	121,001	AFE:	0

Date:	10/19/2013				
Supervisor:	(Missing)				
Work Objective:	(Nothing Recorded)				
Contractors:	(Missing)				
Completion Rig:	(Missing)			Supervisor Phone:	(Missing)
Upcoming Activity:					
Costs ($):	Daily: 139,141	Cum:	260,142	AFE:	0

Date:	10/22/2013				
Supervisor:	(Missing)				
Work Objective:	(Nothing Recorded)				
Contractors:	(Missing)				
Completion Rig:	(Missing)			Supervisor Phone:	(Missing)
Upcoming Activity:					
Costs ($):	Daily: 425	Cum:	260,567	AFE:	0

Date:	10/23/2013				
Supervisor:	(Missing)				
Work Objective:	Build Tank Battery				
Contractors:	(Missing)				
Completion Rig:	(Missing)			Supervisor Phone:	(Missing)
Upcoming Activity:					
Activities					
0600-0600	Build Tank Battery				
Costs ($):	Daily: 2,900	Cum:	263,467	AFE:	0

Date:	10/24/2013				
Supervisor:	(Missing)				
Work Objective:	(Nothing Recorded)				
Contractors:	(Missing)				
Completion Rig:	(Missing)			Supervisor Phone:	(Missing)
Upcoming Activity:					
Activities					
0600-0600	Build Tank Battery				
Costs ($):	Daily: 0	Cum:	263,467	AFE:	0

Date:	10/25/2013				
Supervisor:	(Missing)				
Work Objective:	(Nothing Recorded)				
Contractors:	(Missing)				
Completion Rig:	(Missing)			Supervisor Phone:	(Missing)
Upcoming Activity:					
Costs ($):	Daily: 519	Cum:	263,986	AFE:	0

Date:	10/28/2013				
Supervisor:	(Missing)				
Work Objective:	(Nothing Recorded)				
Contractors:	(Missing)				
Completion Rig:	(Missing)			Supervisor Phone:	(Missing)
Upcoming Activity:					
Costs ($):	Daily: 29,732	Cum:	293,718	AFE:	0

Date:	11/04/2013				
Supervisor:	(Missing)				
Work Objective:	(Nothing Recorded)				
Contractors:	(Missing)				
Completion Rig:	(Missing)			Supervisor Phone:	(Missing)
Upcoming Activity:					
Costs ($):	Daily: 49	Cum:	293,767	AFE:	0

Date:	11/05/2013				
Supervisor:	(Missing)				
Work Objective:	(Nothing Recorded)				
Contractors:	(Missing)				
Completion Rig:	(Missing)			Supervisor Phone:	(Missing)
Upcoming Activity:					
Costs ($):	Daily: 52	Cum:	293,819	AFE:	0

Date:	11/06/2013				
Supervisor:	(Missing)				
Work Objective:	(Nothing Recorded)				
Contractors:	(Missing)				
Completion Rig:	(Missing)			Supervisor Phone:	(Missing)
Upcoming Activity:					
Costs ($):	Daily: 4,773	Cum:	298,591	AFE:	0

Date:	11/07/2013				
Supervisor:	(Missing)				
Work Objective:	(Nothing Recorded)				
Contractors:	(Missing)				
Completion Rig:	(Missing)			Supervisor Phone:	(Missing)
Upcoming Activity:					
Costs ($):	Daily: 400	Cum:	298,991	AFE:	0

Date:	11/11/2013				
Supervisor:	(Missing)				
Work Objective:	(Nothing Recorded)				
Contractors:	(Missing)				
Completion Rig:	(Missing)			Supervisor Phone:	(Missing)
Upcoming Activity:					
Costs ($):	Daily: 13,544	Cum:	312,535	AFE:	0

Date:	11/14/2013				
Supervisor:	(Missing)				
Work Objective:	(Nothing Recorded)				
Contractors:	(Missing)				
Completion Rig:	(Missing)			Supervisor Phone:	(Missing)
Upcoming Activity:					
Costs ($):	Daily: 18,315	Cum:	330,850	AFE:	0

Date:	11/15/2013						
Supervisor:	(Missing)						
Work Objective:	(Nothing Recorded)						
Contractors:	(Missing)						
Completion Rig:	(Missing)				Supervisor Phone:	(Missing)	
Upcoming Activity:							
Costs ($):	Daily:	4,553	Cum:	335,402	AFE:	0	

Date:	11/18/2013						
Supervisor:	(Missing)						
Work Objective:	(Nothing Recorded)						
Contractors:	(Missing)						
Completion Rig:	(Missing)				Supervisor Phone:	(Missing)	
Upcoming Activity:							
Costs ($):	Daily:	5,842	Cum:	341,244	AFE:	0	

Date:	11/19/2013						
Supervisor:	(Missing)						
Work Objective:	(Nothing Recorded)						
Contractors:	(Missing)						
Completion Rig:	(Missing)				Supervisor Phone:	(Missing)	
Upcoming Activity:							
Costs ($):	Daily:	136	Cum:	341,380	AFE:	0	

Date:	11/20/2013						
Supervisor:	(Missing)						
Work Objective:	(Nothing Recorded)						
Contractors:	(Missing)						
Completion Rig:	(Missing)				Supervisor Phone:	(Missing)	
Upcoming Activity:							
Costs ($):	Daily:	810	Cum:	342,190	AFE:	0	

Date:	11/21/2013						
Supervisor:	Joe Duncan						
Work Objective:	Perforate						
Contractors:	(Missing)						
Completion Rig:	(Missing)				Supervisor Phone:	(Missing)	
Upcoming Activity:							
Activities							
0600-0600	MINU Knight BOP. MIRU JW WL Unit Perforate Green River Stage #1 fr/6,513' to 6,660', 3 SPF, 120 deg phasing. POOH wait on frac date						
Costs ($):	Daily:	0	Cum:	342,190	AFE:	0	

Date:	11/22/2013						
Supervisor:	(Missing)						
Work Objective:	(Nothing Recorded)						
Contractors:	(Missing)						
Completion Rig:	(Missing)				Supervisor Phone:	(Missing)	
Upcoming Activity:							
Activities							
0600-0600	MINU Knight BOP. MIRU JW WL Unit Perforate Green River Stage #1 fr/6,513' to 6,660', 3 SPF, 120 deg phasing. POOH wait on frac date						
Costs ($):	Daily:	0	Cum:	342,190	AFE:	0	

Date:	11/25/2013						
Supervisor:	(Missing)						
Work Objective:	(Nothing Recorded)						
Contractors:	(Missing)						
Completion Rig:	(Missing)				Supervisor Phone:	(Missing)	
Upcoming Activity:							
Costs ($):	Daily:	7,789	Cum:	349,979	AFE:	0	

Date:	11/26/2013						
Supervisor:	Joe Duncan						
Work Objective:	Perf & Frac						
Contractors:	(Missing)						
Completion Rig:	(Missing)				Supervisor Phone:	(Missing)	
Upcoming Activity:							
Costs ($):	Daily:	8,200	Cum:	358,179	AFE:	0	

Date:	11/27/2013						
Supervisor:	Joe Duncan						
Work Objective:	Perf & Frac						
Contractors:	(Missing)						
Completion Rig:	(Missing)				Supervisor Phone:	(Missing)	
Upcoming Activity:							
Costs ($):	Daily:	16,096	Cum:	374,275	AFE:	0	

Date:	11/28/2013				
Supervisor:	Joe Duncan				
Work Objective:	Flow Back				
Contractors:	(Missing)				
Completion Rig:	(Missing)			Supervisor Phone:	(Missing)
Upcoming Activity:					
Costs ($):	Daily:	0	Cum: 374,275	AFE:	0

Date:	11/29/2013				
Supervisor:	Joe Duncan				
Work Objective:	Flow Back				
Contractors:	(Missing)				
Completion Rig:	(Missing)			Supervisor Phone:	(Missing)
Upcoming Activity:					
Costs ($):	Daily:	265,552	Cum: 639,827	AFE:	0

Date:	11/30/2013				
Supervisor:	Joe Duncan				
Work Objective:	Flow Back				
Contractors:	(Missing)				
Completion Rig:	(Missing)			Supervisor Phone:	(Missing)
Upcoming Activity:					
Costs ($):	Daily:	1,757	Cum: 641,584	AFE:	0

Date:	12/01/2013				
Supervisor:	Joe Duncan				
Work Objective:	Flow Back				
Contractors:	(Missing)				
Completion Rig:	(Missing)			Supervisor Phone:	(Missing)
Upcoming Activity:					
Costs ($):	Daily:	0	Cum: 641,584	AFE:	0

Date:	12/02/2013				
Supervisor:	Joe Duncan				
Work Objective:	Flow Back/Drill CFP's				
Contractors:	(Missing)				
Completion Rig:	(Missing)			Supervisor Phone:	(Missing)
Upcoming Activity:					
Costs ($):	Daily:	36,179	Cum: 677,763	AFE:	0

Date:	12/03/2013				
Supervisor:	Joe Duncan				
Work Objective:	Flow Back/Drill CFP's				
Contractors:	(Missing)				
Completion Rig:	(Missing)			Supervisor Phone:	(Missing)
Upcoming Activity:					
Costs ($):	Daily:	210	Cum: 677,973	AFE:	0

Date:	12/04/2013				
Supervisor:	Joe Duncan				
Work Objective:	Flow Back				
Contractors:	(Missing)				
Completion Rig:	(Missing)			Supervisor Phone:	(Missing)
Upcoming Activity:					
Costs ($):	Daily:	0	Cum: 677,973	AFE:	0

Date:	12/05/2013				
Supervisor:	(Missing)				
Work Objective:	(Nothing Recorded)				
Contractors:	(Missing)				
Completion Rig:	(Missing)			Supervisor Phone:	(Missing)
Upcoming Activity:					
Costs ($):	Daily:	11,273	Cum: 689,246	AFE:	0

Date:	12/06/2013				
Supervisor:	(Missing)				
Work Objective:	(Nothing Recorded)				
Contractors:	(Missing)				
Completion Rig:	(Missing)			Supervisor Phone:	(Missing)
Upcoming Activity:					
Costs ($):	Daily:	20,751	Cum: 709,997	AFE:	0

Date:	12/10/2013						
Supervisor:	(Missing)						
Work Objective:	(Nothing Recorded)						
Contractors:	(Missing)						
Completion Rig:	(Missing)				Supervisor Phone:	(Missing)	
Upcoming Activity:							
Costs ($):	Daily:	2,182	Cum:	712,179	AFE:	0	

Date:	12/12/2013						
Supervisor:	(Missing)						
Work Objective:	(Nothing Recorded)						
Contractors:	(Missing)						
Completion Rig:	(Missing)				Supervisor Phone:	(Missing)	
Upcoming Activity:							
Costs ($):	Daily:	1,757	Cum:	713,936	AFE:	0	

Date:	01/10/2014						
Supervisor:	(Missing)						
Work Objective:	(Nothing Recorded)						
Contractors:	(Missing)						
Completion Rig:	(Missing)				Supervisor Phone:	(Missing)	
Upcoming Activity:							
Costs ($):	Daily:	1,800	Cum:	715,736	AFE:	0	

API Well Number: 43047535560000

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